

Exhibit C

Sworn Statement of Shawna Helton

IN RE:)
)
INVESTIGATION OF IDEAL HORIZON)
BENEFITS, d/b/a SOLAR TITAN)
USA, INC.)

SWORN STATEMENT VIA ZOOM OF

SHAWNA HELTON

Monday, October 10, 2022

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A P P E A R A N C E S

For the State of Tennessee Attorney General's Office:
(Via Zoom)

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I N D E X

PAGE

SHAWNA HELTON:

Examination by Mr. Keen

5

E X H I B I T S

(No Exhibits Introduced.)

1 S T I P U L A T I O N S

2
3 The sworn statement of Shawna Helton was
4 taken via Zoom by counsel for the office of the Tennessee
5 Attorney General, on Monday, October 10, 2022, beginning at
6 10:07 a.m., for all purposes under the Tennessee Rules of
7 Civil Procedure.

8 It is agreed that Helen K. Stephens, RPR, LCR for
9 the State of Tennessee, may swear the witness, take the
10 sworn statement, and afterwards reduce same to typewritten
11 form. The reading and signing of the completed sworn
12 statement by the witness was not discussed.

13 All formalities as to caption, certificate,
14 transmission, filing, etc., are waived. All objections
15 except as to the form of the questions are reserved to on
16 or before the hearing.

1 * * *

2 SHAWNA HELTON,

3 was called as a witness, and after having been first duly
4 sworn, testified as follows:

5 MR. KEEN: All right. So we are on the
6 record in the matter of In RE: Investigation of Ideal
7 Horizon Benefits, doing business as Solar Titan USA, LLC,
8 pursuant to the request for information issued to Shawna
9 Helton on August 22, 2022.

10 Today is Monday October 10, 2022. It
11 is currently 10:07 a.m.

12 EXAMINATION BY MR. KEEN:

13 Q. Good morning, Ms. Helton. My name is Sam
14 Keen. I'm an Assistant Attorney General at the Tennessee
15 Attorney General's office. Also with me from the AG's
16 office is my colleague, Alicia Daniels-Hill, who you have
17 met before. We are here today to take your sworn
18 statement. You'll see that we have a court reporter on the
19 conference with us this morning. Her name is Helen
20 Stephens. Normally, the court reporter would be with us in
21 person, in fact, normally we do these in person, but, of
22 course, we like to be accommodating whenever the witness
23 and our office are a bit of distance apart. So I
24 appreciate you being on the Zoom call with us. We also do
25 normally record the Zoom. Obviously, we are not able to do

1 that right now. Ms. Helen is recording with her voice
2 recorder. If we are able to record the Zoom later, to
3 start the recording, are you okay with us doing that?

4 A. Fine.

5 Q. Now, in order for the court reporter to
6 transcribe your responses, we need to be sure that we are
7 giving verbal responses. Shaking your head is fine, but if
8 I do ask you a yes-or-no question or if you do say "yes" or
9 "no," please actually say "yes" or "no" in addition to
10 shaking your head. Does that make sense?

11 A. Okay. Yes.

12 Q. I'm also going to ask that you speak loudly
13 and clearly so that the court reporter can transcribe what
14 we are saying. I'm going to ask that we try our best to
15 avoid talking over each other. So I'll wait for you to
16 finish your answer before asking my next question, and,
17 likewise, if you'll just wait for me to finish asking my
18 question before you start the answer, we should be okay.

19 If for some reason Ms. Stephens needs us to
20 repeat what we say, or she might ask us to slow down, then
21 let's just do our best to help her because it's a very
22 difficult job.

23 A. Absolutely.

24 Q. Yeah. It's a very impressive job, too, the
25 way they type all this up and everything so... But,

1 anyway, sorry, I won't...

2 Alicia, might have some questions as well. So
3 I'll stop from time to time and see if there's anything she
4 wants to follow up on. If we do need to take a break, just
5 let me know. And if you do want to take a break, just say,
6 "Hey, Sam, I need to take a break." I'll finish asking my
7 question if we're in the middle of the question, and, then,
8 if you can give your answer to that question, then we will
9 take a break.

10 A. Okay.

11 Q. We might want to take a break for lunch
12 today. It's 11:00 a.m. your time; right?

13 A. It is. I'm okay for a couple of hours.
14 Hopefully, we won't take all day, just depending on what
15 you all wanted to cover.

16 Q. Yeah.

17 A. I will say that I did go through and take
18 some screen shots of messages that I still do have.

19 Q. Okay.

20 A. As far as email, I had tried to send myself
21 some items and they went in and unsent them. So, you know,
22 to me, that screams, "Hey, I'm guilty, and I don't want you
23 to have any of this information." So I don't have a lot of
24 the emails because once I left the company, they blocked me
25 out of having any type of access to that.

1 I do have a downloaded version of all of
2 Salesforce, which is their CRM; however, that costs some
3 money to get an external drive. If you all want to send me
4 funds to buy another drive, I don't care a bit, and to copy
5 all that information. You all will need a forensic auditor
6 to go through that though. It is a lot of information.

7 (The court reporter asked the witness to
8 move closer to the screen.)

9 BY MR. KEEN:

10 Q. Ms. Helton, we will -- in fact, can I ask
11 you, is it okay if I call you Shawna?

12 A. Yes, that's fine.

13 Q. All right. Shawna, we will try our best to
14 organize what we need to do to take care of that later
15 today. That shouldn't be a problem. We will just figure
16 out the logistics of that later on.

17 A. (Witness nods head up and down.)

18 Q. I appreciate you helping with that. In
19 terms of the screen shots, would you be able to email those
20 to me, and then I can bring them up on the Zoom itself and
21 then we can sort of go over them together?

22 A. That's fine.

23 Q. Okay. Yeah. So if you will just shoot me
24 an email of those whenever you can. Do you want me to wait
25 until you get those emailed?

1 A. That's up to you.

2 Q. Yeah, let's wait until those get emailed
3 before resuming. So that way, we can be sure that we have
4 them, or, alternatively, we can do it during a break later
5 on, if that's better?

6 A. Yes, let's do that.

7 Q. Okay. All right. Let's do that. Like I
8 said, we will take a break from time to time as needed. If
9 you want to take a break for lunch, that's fine as well.
10 Just let me know. I'll probably want to take a break for
11 lunch certainly, you know, probably about 1:00, I would
12 imagine, my time at the latest.

13 A. Okay.

14 Q. If that's all right with you?

15 A. That's fine.

16 Q. Hopefully, we don't go too long today. We
17 will try to make this as painless as possible. I
18 appreciate you being available. If there is anything I ask
19 that you don't understand, just let me know so I can
20 clarify it.

21 A. Okay.

22 Q. Well, let me ask you this. Have you ever
23 given testimony before in any case?

24 A. No.

25 Q. Okay. All right. Do you understand what it

1 means to testify under oath?

2 A. Yes.

3 Q. Okay. Good. So you have never, like, given
4 any testimony either in court or in a deposition before?

5 A. Not that I can recollect. Not really, no.

6 Q. Okay. Well, today, you are testifying for
7 what's called a sworn statement. Do you know what that
8 means?

9 A. Basically, it's a sworn affidavit. It's,
10 basically, my testimony under oath --

11 Q. Yes, ma'am.

12 A. -- of what transpired while I was working
13 for Solar Titan.

14 Q. That is correct. Shawna, will you tell me a
15 little bit about your background?

16 A. As far as, are you asking me my background
17 with Solar Titan or my background in general?

18 Q. Let's start with in general, and then we
19 will move to Solar Titan. If you don't mind, just sort of
20 tell me where you are from, where you grew up, where you
21 went to school, that sort of stuff?

22 A. Well, I was adopted when I was about six
23 months old by a wonderful family from Southeastern
24 Kentucky. So I grew up in a little town called London, a
25 very small, smallish town. We are getting big. We just

1 got our first Texas Roadhouse, if that tells you anything,
2 after 30 years or whatever. But, in any case, I have four
3 children. They range from the age of 20 down to 8. I have
4 been in sales for 20-plus years. I started out as a
5 door-to-door vacuum sales rep person. I answered an ad in
6 the classifieds. My children will never know the pain of
7 having to go and get the local paper and look for a job
8 that way. But, in any case, I did that. I got recruited
9 --

10 COMPUTER AUDIO: Recording In Progress.

11 THE WITNESS: The recording started.

12 BY MR. KEEN:

13 Q. Yes, the recording started. Okay.

14 A. But I got recruited to go into the world of
15 vacation ownership, a/k/a timeshare. So I did that off and
16 on for about 15 years or so. Once I saw that that industry
17 was dying or the legit, honest way to earn money in that
18 industry was dying, I shifted over into the world of solar.
19 So I have been doing solar for four -- probably about four
20 years now.

21 Q. Okay. So were you doing solar before you
22 worked for Solar Titan?

23 A. Yes.

24 Q. Okay. What company did you work for then?

25 A. So, initially, Craig had, because we knew

1 each other from the timeshare industry, was going to work
2 for a gentleman that we both knew from the world of
3 timeshare. It's a small world, but a big world. In any
4 case, he said, Oh, my gosh, you can make all kinds of
5 money, you know. I have been selling for Don now for
6 about, you know, two or three months or whatever. You can
7 make \$10-\$15,000 a month. I was like, Oh, okay. Well,
8 sign me up.

9 All of the appointments were in the Knoxville,
10 Tennessee area, and I still lived in Kentucky, but driving
11 wasn't anything new or foreign to me so I didn't care.
12 Being a single mother, all I've worried about was being
13 able to take care of and provide for my children. So I did
14 that for this company.

15 I believe it was -- it was -- I think it was
16 called Solar Choice USA. Anyways, I only did probably a
17 handful, maybe 10, 12 appointments and I left that company.

18 But, no, Craig was a sales rep for that company.
19 And he -- he was, basically, wanting all the appointments
20 so he didn't -- he didn't want me or Sarah -- that's where
21 the three of us met, Sarah Kirkland and Craig and I. Now
22 Craig and I had already met, but that's where the three of
23 us kind of got to know each other as a group.

24 Q. So you and Craig met whenever y'all were
25 doing timeshares?

1 A. Yes.

2 Q. Then you, Craig Kelley, and Sarah Kirkland
3 worked together at Solar Choice USA?

4 A. Yes, all as sales reps. So all three of us
5 were sales reps, but the favoritism for the appointments
6 was all going to Craig. So Sarah and I weren't getting any
7 appointments. So I started looking on Indeed for other
8 options, and I found a company based out of Richland,
9 Virginia. I reached out to them and got an interview and
10 got hired immediately. So I left the little pack. I left
11 Solar Choice USA.

12 Q. This company out of Virginia was another
13 solar company?

14 A. Yes.

15 Q. Okay. What was that company called?

16 A. Design 1.

17 Q. Design 1.

18 A. They call themselves D-1-G, Design 1 Group.

19 Q. When did you start working there?

20 A. Probably June or July of 2018, I believe;
21 2018 or 2019. I can't remember. It's been -- it's been a
22 minute.

23 Q. How long did you work there for?

24 A. I worked there for probably about seven,
25 eight months, maybe nine months.

1 Q. Okay. And then did Craig Kelley or Sarah
2 Kirkland work for Design 1?

3 A. Well, they wanted me to get Sarah on there.
4 So, basically, Craig was still taking all the appointments,
5 and there weren't many with this other little group, at
6 Solar Choice. So Sarah had reached out to me and said,
7 Hey, can you help me get on at Design 1? I'm not making
8 any money. We were all three just living paycheck to
9 paycheck because of the practices of this -- of that other
10 company.

11 So, in any case, I said, Yeah, that's fine. I
12 can help you get on there. So I reached out to my then
13 boss, my sales manager, and I said, Hey, this girl, she's
14 really good, blah-blah-blah-blah-blah. You need to hire
15 her. She'd be a great asset. She can sell.

16 So they went through the hiring process, and she
17 kept wanting all of the material up front. She wanted to
18 be able to -- she wanted the sales script. She wanted the
19 online presentation sent to her prior to her coming to
20 training. She claimed that she needed that extra time to
21 learn all of it. So I helped her get that. I didn't get
22 that. I didn't know -- I didn't know anything about a
23 sales script or anything until I actually got to that
24 training.

25 So, to make a long story short, I was actually on

1 the phone with my boss discussing one of my customers;
2 Sarah was supposed to go to training the following day; and
3 he said, Well, your friend, Sarah, just texted me. And I
4 said, What? He said, Yeah, she just texted me and told me
5 that she took another job. She's no longer interested. I
6 said, Another job doing what? Did she say? Yeah, another
7 job, you know, working for another company making a
8 thousand dollars a week in base, et cetera, et cetera, et
9 cetera.

10 I was like -- I felt like I was thrown under the
11 bus because here I'm trying to help someone out.

12 Q. Uh-huh.

13 A. And I didn't really know Sarah really well.
14 But I was, like, well, I mean, she's got to provide for her
15 family. She's got four kids too. I get it, but I still
16 felt played a little bit. But probably, I would say,
17 another two months rolled down, and Craig wanted to meet me
18 for lunch. And I was in Knoxville for an appointment,
19 working for this other company, and he hands me a business
20 card for Solar Titan.

21 Q. Okay.

22 A. And he says, Well, I started my own company.
23 And I said, Well, good for you. That's great. And he
24 said, I want you to come and sell for me. I said, No,
25 thank you. I'm good. So, during the conversation -- and

1 he took it personal, but I took it personal what he did to
2 me.

3 And the company that Sarah had started working
4 for was Craig and his husband, Michael. So they
5 double-crossed me to get the information from Design 1, all
6 their training material, their sales script and -- because
7 they knew I wouldn't give it to them. I don't play like
8 that. I don't work like that. I don't -- you know, I
9 wouldn't have given them Design 1's information.

10 Q. So you think Sarah Kirkland lied about
11 wanting to work for Design 1 to take their sales script and
12 their, I guess, maybe, is it -- would you consider it
13 proprietary information?

14 A. Absolutely, I would consider it proprietary
15 information.

16 Q. Okay. And she did that for the purpose of
17 -- just correct me if I am mistaken about this. She did
18 that for the purpose of taking that so that this company
19 that she started with Craig Kelley and Michael Atnip, so
20 that they could use that to build their company, Solar
21 Titan USA?

22 A. Well, perception is reality; right? I'm not
23 saying that definitely that's what happened. I'm going to
24 say that is definitely how I felt.

25 Q. Okay.

1 A. Because she -- once she got the information
2 -- so, anyways, I asked him point blank during that lunch
3 meeting that he thought he was going to just -- I was just
4 going to drop everything I was doing with this other
5 company and come and work for him. And I said, So, when
6 Sarah was acting like she was going to come over to Design
7 1, were you -- are you the company that she suddenly
8 couldn't come and work for this -- he was, like, Oh, yeah.
9 But, you know, again, body language tells a thousand
10 things. That's the way I read his body language. Is that
11 absolutely that's -- that's what they had intended? Now,
12 they didn't point blank use that information but -- as far
13 as using it as their own, but I do believe that they used
14 that information in the essence of this is what other
15 successful companies are doing, so we need to model our
16 stuff after that. So did they use anything, per se? Not
17 necessarily, no. But, was it shady? I feel absolutely,
18 yes.

19 Q. How long did you work for Design 1? I think
20 you mentioned this, but I just want to kind of establish a
21 timeline here.

22 A. Approximately eight or nine months. So I
23 was hired around -- it was the summer or 20 -- it wasn't
24 '18. It was the summer of 2019. Sorry. And -- yeah,
25 because I worked for Solar Choice the spring of 2019. So

1 it was summer of 2019, probably June, July timeframe until
2 March of 2020.

3 Q. Then in March of 2020 where did you go?

4 A. I went to Solar Titan.

5 Q. Okay. What made you decide to start working
6 for Solar Titan?

7 A. I was -- Craig tried to get me to work for
8 him, I would say, for a solid three or four months, and I
9 kept telling him no. Design 1 -- I'm very loyal. As long
10 as I feel like the company that I'm working for and
11 representing is doing me right and doing my clients right
12 and doing the right thing, I have no reason to leave. So
13 -- plus, I didn't like the way he and Sarah did me. And so
14 I was going to let them do their thing. They said their
15 company was paying me, you know, a base salary. I was only
16 working probably, because it's, you know, by appointment
17 only, so I was only working realistically three to four
18 days a week. And I was on track to make about \$80,000 that
19 year. That's not too bad for a single mom and still can,
20 you know, run and do things with her kids and things like
21 that and still work and make a living.

22 Q. Uh-huh?

23 A. So I had no real desire to leave. Plus, I
24 have the memory of an elephant. I just don't forget. When
25 people do me bad or when I feel like I've been done bad or

1 betrayed or double-crossed, I just, you know, have no
2 desire to work with people like that. Plus, I had worked
3 with him before in the timeshare industry. And I remember
4 -- I remember what type, some would call it work ethic,
5 some would call it -- he was -- he was a slave driver,
6 absolutely.

7 When I worked for him before, he expected me --
8 he would start calling me at 6:00 a.m. in the morning and
9 expect me to still be working at 11:00 or 12:00 at night,
10 six, seven days a week. So I remembered all that from
11 before, and I was, like, No, thank you. I don't really
12 want to do all that. But every time I would turn him down,
13 he would up the ante as far as what he offered me.

14 So finally -- plus, I'm the type that if I am
15 your friend, I don't want to commit unless I'm really all
16 in, because I don't want to disappoint you as a friend, and
17 I don't want to let you down. And he knew that, too. So
18 he knew that if he could get me to work for him, he would
19 play the friend card. He was a real narcissist. And
20 basically I would do anything within my power, as a human
21 being, to make his dream work for him, which is ultimately
22 what I did when I left Design 1 and went and worked for
23 him.

24 Q. So when did Craig -- you said you met with
25 Craig for lunch one day. Do you know what month, year that

1 was whenever he first asked you to come work for Solar
2 Titan?

3 A. No.

4 Q. But you declined at first, and then he
5 continued to recruit you over the course of several months?

6 A. Yes.

7 Q. Okay.

8 A. I'd say he started around January.

9 Q. Of '20?

10 A. Yes. Yeah. I would say that's whenever he
11 started asking me to come and work for him.

12 Q. In what capacity did he ask you to come work
13 for him? What type of role was he offering?

14 A. Do you want to come and sell? And, then,
15 you know, Do you want to be my sales manager? And, then,
16 it was, you know, You could be my director of sales. And
17 you could be over the sales department and blah, blah,
18 blah, blah, blah. Yeah, so...

19 Q. So he just kept saying basically...

20 A. Sweetened the pot.

21 Q. Sweetened the pot? Okay.

22 A. Yes.

23 Q. Did you have to apply for a job there?

24 A. No.

25 Q. Or interview or anything?

1 A. No. My experience and my resume spoke for
2 itself. He knew. He knew. He worked very closely with me
3 in timeshare. As far as, he knew my skill set and my level
4 of leadership skills and management skills and then sales
5 skills. I didn't need to apply.

6 Q. Yeah. Sounds like he really wanted you
7 there.

8 A. He did.

9 Q. Okay. Now, we have mentioned a couple of
10 names so far, but I want to clarify who these people are.
11 So, let me ask you, who is Craig Kelley --

12 A. Craig Kelley --

13 Q. -- in relation to this investigation?

14 A. He is the CEO.

15 Q. The CEO of?

16 A. Solar Titan USA.

17 Q. Who is Sarah Kirkland?

18 A. She, at the time, because I asked and now I
19 have it on text. I said, So I know and I'm clear about
20 everything, what is, you know, the pecking order? He had
21 texted me that Craig Kelley was the CEO, Michael Atnip was
22 the CFO, and that Sarah Kirkland was the COO at that point
23 in time. Then, later, I find out that they made her a
24 partner.

25 Q. And, then, who is Michael Atnip?

1 A. Michael Atnip; I believe his legal first
2 name is Richard as well, because I think that's Craig's as
3 well. But he is Michael -- he is Craig's husband, and he
4 is part owner as well. Everything was in Michael's name
5 because Craig could not have anything in his name because
6 of Craig's felon -- felony offense.

7 Q. Tell me about this felony offense. What are
8 you referring to?

9 A. Craig told me a long time ago that he --
10 while he lived in Vegas -- he and Michael lived in Vegas --
11 I guess they got into investing in homes or whatever. In
12 any case, yeah, the Federal Government went after him for
13 wire fraud. You can look it up. You all probably already
14 have looked it up. Yes. So he couldn't -- he couldn't be
15 around money. He couldn't deal with banks and money. That
16 was a part of his probation, or at least that's what he
17 told me.

18 Q. And so what -- but it sounds like Craig
19 Kelley was a CEO of a company that dealt with money?

20 A. Absolutely.

21 Q. And your understanding is that that probably
22 wasn't legal?

23 A. I didn't know the aspect of his probation,
24 so I didn't know if he was no longer on probation. I
25 didn't know the extent of what he wasn't supposed to do and

1 what he, you know, was allowed to do. But what seemed odd
2 to me is whenever he would be on the phone with these
3 banks, these lenders, he would always say his name was
4 Richard Atnip instead of Craig Kelley.

5 Q. Okay. Why would he be on the phone with
6 banks or lenders?

7 A. So 98 percent of the residential market,
8 when they are going for a large home improvement project, a
9 lot of them, you know, american homeowners don't just have
10 15, 25, \$35,000 just laying around. So these solar lenders
11 are out there. And what they do is they provide financing
12 for these homeowners that if they can't afford to stroke a
13 check for their solar, that they can get 100 percent
14 financing through those lenders. So that's why he would be
15 on the phone with them.

16 Q. Okay. So Solar Titan needed to have
17 business relationships with banks in order to make sure
18 their customers had financing?

19 A. Yes.

20 Q. And Craig Kelley would represent that he was
21 somebody other than himself, because he knew that if he
22 represented that he was himself, the banks would not engage
23 in a business relationship with him?

24 A. Either that, or if he was still under some
25 type of probation, I don't know, then that would break his

1 probation. That's the only thing that I can think of, of
2 why he would do that.

3 Q. How come Michael Atnip would not be the one
4 on these phone calls?

5 A. He let Craig do it all, because, I guess, he
6 felt more confident in Craig's ability to talk to these
7 banks. So, basically, I think -- "bully" is a strong word.
8 I think Craig convinced Mike to just let him do it and
9 handle it so he wouldn't have to worry about anything.

10 Q. Was Michael Atnip involved in the day-to-day
11 operations of Solar Titan?

12 A. In the very beginning he was involved in the
13 payroll process. So he is the one that handled payroll in
14 the very beginning, probably for the first six -- probably
15 actually the first eight, nine, months, maybe a year. And
16 I will say as long as he was doing it, everything seemed to
17 be on the up-and-up. It was legit. If pay was wrong, he
18 would correct it immediately.

19 The few sales reps that I had at that point in
20 time never -- hardly ever had an issue with payment.
21 Again, if it was incorrect, he would correct it.

22 Q. Do you know why he stopped being involved in
23 the day-to-day operations?

24 A. I know what I was told.

25 Q. Okay. What were you told?

1 A. Craig and Sarah basically said that, yeah,
2 Michael was too spastic to be involved in everything so
3 they just convinced him to retire because he didn't
4 understand how things needed to be done. They took over
5 everything.

6 Q. So the -- so who -- whenever Michael decided
7 to retire, who were the two people involved -- I shouldn't
8 say two -- who were the people involved in the day-to-day
9 operations of the company?

10 A. Sarah Kirkland and Craig Kelley.

11 Q. Okay. Are there any Solar Titan staff who
12 are not owners who run day-to-day operations?

13 A. Yes.

14 Q. Who is that?

15 A. Stacy Monks.

16 COURT REPORTER: How do you spell the
17 last name, please?

18 THE WITNESS: M as in Mary, O as in
19 Oscar, N as in November, K as in kilo, S as in sierra.

20 COURT REPORTER: Thank you.

21 BY MR. KEEN:

22 Q. What is Stacy Monks' role in the company?

23 A. I believe they titled her as the general
24 manager.

25 Q. Do you know what that role entailed?

1 A. Well, at one point in time, she took over
2 payroll when Michael stopped doing payroll. Then, now, she
3 basically is their head minion. So whatever they need done
4 or swept under the rug or fixed or et cetera, et cetera, et
5 cetera, that's what she does.

6 Q. Do you have any concerns about the work that
7 she does?

8 A. Absolutely.

9 Q. Can you explain that a little?

10 A. Payroll was -- started going downhill from
11 there when she -- she did an okay job with it, but it got
12 too much for her because she was in charge of accounts
13 receivable, accounts payable.

14 It's a pretty big operation, especially when you
15 have four or five different comp plans or pay plans that
16 you are having to juggle every single week. Because
17 payroll was weekly. You have an installation department,
18 you have a sales department, you have a marketing
19 department, you have, you know, normal day-to-day staff
20 that's just on, basically, an hourly or salary wage. Plus
21 you have, you know, the vendors. You've got those bills to
22 pay. It's a lot.

23 And so she started hiring girlfriends to do some
24 of that. And it just -- it just quickly kind of started
25 unraveling, as far as the accuracy of payroll, a lot of

1 things. But she -- she's really -- she was good at a few
2 things, but when -- I can't really say -- I'm not a great,
3 huge multi-tasker. And I'm not saying if I was in charge
4 of all of the same things that I wouldn't mess up. But she
5 -- I would say she dropped the ball quite a bit --

6 Q. Can you give me examples?

7 A. -- but still...

8 Q. Can you repeat that, because you went in and
9 out a little bit?

10 A. On which part?

11 Q. Just whatever you said right before I --

12 A. I don't feel that she was competent to do
13 all of the things, and handle all of the things that she
14 was in charge of. And that's even on the level that I
15 know. I feel that -- and after talking to several people
16 that I was really not privy or able to talk to when I was
17 working there, I started connecting the dots. I feel that
18 they started trying to be shady and underhanded pretty
19 early on in the game. And, so, I feel that she probably
20 had a lot more on her plate than really even what we
21 thought she had on her plate. Because she -- that was
22 probably part of her job, was keeping different sets of
23 books, doing different things. I don't know.

24 Q. I'm sorry. Can you say that again about the
25 books?

1 A. I said keeping different sets of books. I
2 heard that there were three sets of books.

3 Q. What does that mean, "different sets of
4 books"?

5 A. Accounting.

6 Q. And is that not normal?

7 A. I don't know. I don't feel like that's
8 normal. I feel that as long as -- why would payroll for
9 three different departments, or for the different
10 departments, why would that change? Wouldn't you just need
11 one set of books? I mean as long as you are doing
12 everything honestly, with integrity, and legally why would
13 you need three sets of books? I was told by Jason Horton
14 that there are three different -- there were three
15 different spreadsheets for end-of-year payouts, as far as
16 the owners go, and they had my pay listed on there, on one
17 of them, that I made over \$2 million. And I said,
18 Absolutely not. I wish I would've made over \$2 million. I
19 need to see that payroll sheet, actually, those sheets,
20 because if they said I got paid that, then I need to take
21 them to court. I have never seen that. My W-2 never
22 reflected that.

23 Q. Why would they say you got paid a different
24 amount than what you actually got paid?

25 A. They were embezzling money. That's what I

1 would assume.

2 Q. We will get back to all of this in more
3 detail later. I want to follow up. What about Dale Roden?
4 Are you familiar with him?

5 A. Yes.

6 Q. What does he do for Solar Titan?

7 A. He is the installation manager, slash, he
8 kind of helps to oversee operations and installations. So
9 he says -- he claims to have had his own solar company in
10 the past down in Chattanooga, Tennessee.

11 Q. Do you have any concerns about Dale Roden,
12 the job that he does as installation manager?

13 A. I do, or I did.

14 Q. Can you tell me a little bit about that?

15 A. I feel that Dale is a good old boy, and Dale
16 will tell you anything that you want to hear that sounds
17 good, maybe not with malicious intent or heart, but there
18 was so much going on with installations that I was not made
19 a part of because they didn't want me to know how screwed
20 up installations and surplus was going because that would
21 affect my focus on having my sales team continue to sell,
22 sell, sell. I'm out here representing a company that is a
23 full-service turnkey operation, and we are going to do you
24 right. We are going to get you installed in four to six
25 weeks, and we are going to get you to where, you know, you

1 are saving your money et cetera, et cetera, et cetera. But
2 they know how I am, as far as, from an integrity
3 standpoint, and they knew if I knew how bad it was it would
4 affect me pushing my team as hard as I was pushing them
5 because I would have been like, Oh, no, we need to get all
6 of this fixed. We need to do something about all of this
7 over here, because I can't have my team out here telling
8 lies and saying we are going to do this, this, and this and
9 we are not. So they didn't want me to know how screwed up
10 operations was. So a big part of what Dale -- Dale's job
11 consisted of was helping to control the unhappy customers
12 that were calling into the office.

13 Q. How would he do that?

14 A. Between he and I, we were talking to a lot
15 of them on the phone. The difference is, when I would talk
16 to them I would immediately get on the phone with someone
17 over in scheduling, someone in service, someone in
18 installations, and say, Hey, listen, we need to get this
19 customer taken care of as soon as possible because of this,
20 this, or this. Dale would say things and sometimes he
21 would follow through, but other times he would tell them
22 what they wanted to hear and then he would never follow
23 through.

24 Q. Can you give an example?

25 A. I had a client in -- and I can't remember

1 where; I'd have to look it up -- close to -- close to
2 Chattanooga but not -- they were very rural East and
3 Southeast Tennessee. It was a combined -- it was a sales
4 issue that had become an operation issue or an installation
5 issue. So one of my sales reps had this couple and they
6 had called me with some questions while they were there. I
7 had talked to this couple for a while. I was on the road
8 going somewhere else that they needed me to go at the time.

9 Long story short, the sales rep undersized their
10 system, not intentionally, but it happened. Probably two
11 to three days -- maybe a week later after they had bought,
12 they called me because they had read the reviews online,
13 Google, Angie's List, you know, the list goes on. So they
14 were very uneasy about doing business with Solar Titan in
15 the first place. I had convinced them that we were a
16 company of our word and integrity meant everything to us,
17 so they went ahead and signed. To give them the extra
18 peace of mind, I had given them my personal cell phone
19 number. Oh, they used it. She called me. She was very
20 upset, using colorful language, and said, you know, this
21 isn't going to offset our bill. We were on the phone with
22 the power company. The power company said X-Y-Z. We
23 needed more this, that, and whatever.

24 Because I had given them my word personally and I
25 had talked to them, I went out to their house. I made an

1 appointment to come out to them. I apologized to them that
2 we had undersized them. I took it on me. I said, you
3 know, ultimately, you know, yes, was my sales rep out here,
4 but, you know, I don't want to blame my sales rep. It's my
5 fault. I was on the phone with you. I was driving. I
6 should have paid more attention to what he was sizing you.
7 So this is what we are going to do to make it right. So I
8 got them more system and more battery. They were happy. I
9 sent them an email, you know, with everything in writing,
10 what I was doing, as far as changing their agreement,
11 changing what they bought and upgrading them for free.

12 I feel that there is no such thing as a perfect
13 company, you know. And people as understanding consumers
14 you got to know that there's no such thing as a perfect
15 company and everybody is going to screw up and everybody is
16 going to make mistakes. I look at it from a consumer's
17 point of view as how do you fix that, right, when you do
18 mess up? Do you take ownership? Are you accountable? Is
19 the company accountable for the mistakes that they make,
20 and how do they address the mistakes and how do they fix
21 the mistakes. That's all I wanted to know as a consumer,
22 so that's how I tried to run my department and the
23 disgruntled customers that I was responsible, you know, for
24 taking care of.

25 So, they were happy, and we went forward with the

1 installation. Well, a few months go by and she calls me
2 back saying they never did come back to finish the
3 installation. So they got the glass -- it's a technical
4 term. It's an industry term that "glass on roof" means the
5 panels are up on the roof but nothing else was done.

6 So I went ahead and sent it over to Dale because
7 that's his baby now. It's out of my control. And I
8 assured them it would be done, it would be complete. Well,
9 a month later, they are calling me again. They never did
10 come out. They never did do this. They never did do that.
11 So that's just an example of follow through.

12 Q. So just to understand, and we will go over
13 some of these industry terms. You had a customer, she
14 signed up for an install, she financed the install; right?

15 A. Yes.

16 Q. And Solar Titan came out, they put the solar
17 panels on their roof, but they didn't actually make the
18 system operational. Is that what I'm -- is that correct?

19 A. Yes, that is correct.

20 Q. Okay. And then she called you and you said,
21 Okay, I'm going to do what I can to help you out. And you
22 tried to get Dale to, I guess --

23 A. To handle it -- (inaudible). -- make sure the
24 team went out there and finished the job.

25 Q. And he never did?

1 A. According to them, no.

2 Q. Do you know if ever did?

3 A. Eventually, yes.

4 Q. Okay.

5 A. But it was -- well, "yes" and "no." Now, I

6 will say this, and it's what I said the first time that I

7 came out. These power companies and these inspectors,

8 because a part of the process is that the system has to be

9 inspected, it has to be passed, and commissioned to be able

10 to be turned on. There's hundreds of inspectors. There's

11 a lot of different power companies. These solar companies,

12 whether it's Solar Titan, DIG, Pink Energy, whoever, right,

13 they have no control of those inspectors or those power

14 companies; right? So those entities run off of a timeline

15 on their own. So even if the company is spotless, has a

16 spotless record, they do everything on their end in the

17 timeframe of which they had promised that customer,

18 ultimately, at the end, it's up to that power company and

19 that inspector of how quickly they get out there and how

20 quickly they pass or, whatever, fail that job, and how

21 quickly they get them commissioned.

22 I will say -- you know, I will say out of all of

23 Solar Titan's shenanigans -- that's a polite word -- way to

24 say what they have gotten themselves into, I would say

25 about 20 percent, 15 to 20 percent of everything in the --

1 towards the beginning was not their fault directly, right,
2 because they were working off somebody else's pipeline --
3 or timeline.

4 Now, I will say this: When they started skipping
5 steps and they started skipping process and they started
6 jumping the line, so to speak, and they started going over
7 these inspectors' heads and these power companies, that's
8 when you piss them off. And when you piss them off, they
9 are not going to be in a rush to do anything for you.
10 That's the way I look at it. When you make one inspector
11 mad, they work on a network, you make them all mad. You
12 have to go by their rules. You have to go by their
13 timeframe, not yours. You can't come in and say, "You know
14 what? I am a multi-millionaire and I'm going to do
15 whatever the heck I want to do and y'all aren't going to
16 stop me" kind of attitude. You can't do that because when
17 you do that, you step on some toes in a bad way. Then,
18 these inspectors, obviously, know all these power
19 companies; it's all one big network.

20 But towards the beginning, I feel that all that
21 was going on with them, I would say up to 20 percent, was
22 not their fault in the beginning. It just was those power
23 companies are slow. Their process was more rigorous. That
24 State inspector or whatever inspector, County inspector,
25 whatever inspectors that were in charge of that, was on

1 their own timeframe.

2 But I will say that probably through so many

3 crappy interactions with Solar Titan, these inspectors got
4 to where they didn't want to inspect. They didn't want to
5 help Solar Titan out. They didn't want to help make them a
6 better company because they weren't doing anything on their
7 end, if that makes sense.

8 Q. Uh-huh.

9 A. I don't feel like these inspectors just
10 initially had it out for Solar Titan. I feel Solar Titan
11 crossed lines, and felt that they were above the law, so to
12 speak, and above process that that caught up with them.

13 Q. I want to open up the floor to Alicia to see
14 if she has any follow-up questions.

15 MS. DANIELS-HILL: Thanks. I do have a
16 few follow-up questions. It's okay if you don't recall
17 this, but going back to Stacy Monks taking over payroll.
18 Do you remember when that was that she would have taken
19 over payroll and Richard would have stopped handling
20 payroll?

21 THE WITNESS: Alicia, I am 42 years
22 old. Senility has kicked in with four kids. I cannot
23 immediately recollect when that happened. I know that he
24 was over payroll, I would say, for the first six to eight
25 months that I was there, probably, and then she took over

1 after that, or they were doing it together. But as far as
2 knowing for sure, to give you a specific date, no, I can't.
3 I don't remember that. I could probably go back through
4 text messages, kind of, and roughly guess it, you know,
5 pretty closely if I did that.

6 MS. DANIELS-HILL: But it was roughly
7 six to eight months after you started at Solar Titan?

8 THE WITNESS: Hold on. Let me see
9 here. Let me pull her up. You know these iPhones are
10 great until they are not. I can't -- I try to scroll up
11 and it just... I know that it was definitely all of 2021.

12 MS. DANIELS-HILL: That Richard was
13 running --

14 THE WITNESS: No, that she was doing
15 payroll.

16 MS. DANIELS-HILL: Okay.

17 THE WITNESS: So I feel pretty
18 confident that it was probably sometime in 2020 that she
19 started doing payroll, maybe even 2019. I'm trying to go
20 back. Hold on just a second. Yeah, because -- I'm
21 guessing. It was probably all of -- it was pretty much
22 probably -- (inaudible) was doing payroll as of December of
23 2020. So probably --

24 COURT REPORTER: I'm sorry. Who did
25 you say was doing payroll as of December of 2020?

1 THE WITNESS: Michael Atnip.

2 COURT REPORTER: Okay. Thank you.

3 MS. DANIELS-HILL: So did Michael do
4 payroll for that -- oh, Michael Atnip. So you are talking
5 about Richard Atnip?

6 THE WITNESS: Yes, uh-huh.

7 MS. DANIELS-HILL: His full name is
8 Richard Michael Atnip?

9 THE WITNESS: Yes.

10 MS. DANIELS-HILL: Then you had
11 mentioned that she started hiring her friends when she took
12 over payroll?

13 THE WITNESS: Yes.

14 MS. DANIELS-HILL: Do you remember the
15 names of any of the friends that she hired?

16 THE WITNESS: Jessica Rial, R-I-A-L.

17 MS. DANIELS-HILL: That's okay if
18 that's the only name you remember right now. If you
19 remember later, feel free to let us know. Is Jessica Rial
20 still working at Solar Titan? Do you know?

21 THE WITNESS: Unless she was laid off
22 with this big bunch of people that was laid off, yes, she's
23 still there, from what I understand. I'm assuming that,
24 yeah, she will be there, because, again, she was not
25 competent at her job either when she was doing payroll. It

1 was always wrong. My sales reps could never get an answer.
2 They could never get anybody to give them any type of
3 answers, as far as if their pay was wrong or if it was
4 short or when they were going to get, you know, get paid
5 (inaudible).

6 So, anyways, they moved her over into scheduling,
7 over, as far as the operations go. So she was in charge of
8 scheduling installations and service calls, things like
9 that. And then one of the -- one of the installers, which
10 was dating my daughter, had a sexual harassment complaint
11 against her, went to HR and complained on her. And Sarah
12 Kirkland told HR that, yeah, she wouldn't be handling that,
13 that Sarah was going to do it. And HR wasn't allowed to
14 know what happened. So, ultimately, nothing happened to
15 the woman. Now, when the installer told me what she had
16 done, I was, like, Well, that's subject to interpretation
17 if it was a text message. And it wasn't a lewd text
18 message, but it made him feel uncomfortable nonetheless.

19 The fact that they were just taking things into
20 their own hands, and they weren't allowing HR to handle the
21 items they should have been able to handle. Just all the
22 way around, they just -- they were protecting who they
23 needed to protect. And I feel that's because they were
24 protecting them. They knew a lot. Again that's my
25 perception. It doesn't mean that that's definitely what

1 happened.

2 All I know is, from a sales perspective, if I had
3 someone that wasn't doing their job or wasn't fulfilling
4 their role in the capacity that the company needed them to
5 fulfill it, I didn't protect them. They were given an
6 opportunity to fix and correct their inefficiencies, and if
7 they didn't do it, we either demoted or we would fire. So
8 why would it be any different on the operation side,
9 payroll side, the installation side, the service side?

10 MS. DANIELS-HILL: So Monks and Jessica
11 Rial also worked on getting -- or I guess on the operations
12 portion of installations?

13 THE WITNESS: Yep.

14 MS. DANIELS-HILL: And then you had
15 talked about at the time that you were doing your sales you
16 weren't really kept in the know about issues with
17 installation. You said that that would change how you
18 would push your sales team so they didn't want you to know
19 that. What type of issues with installations did you
20 become aware of?

21 THE WITNESS: So, in the beginning, we
22 were doing what's called a complete install. That means
23 that one crew would go -- one installation crew would go
24 out to that house and do the complete install. So they
25 would install the panels, they would run the electrical,

1 they would do everything in one installation. And what
2 that meant was once they got done with that, the inspector
3 was called. But it was one complete install.

4 Well, they decided to split the crews. And what
5 that means is they stopped doing complete installations.
6 They spun it to me and to sales that, Oh, your salespeople
7 are going to start getting paid quicker. So they did --
8 they split the crew. So they had a panel crew and then
9 they had an electrical crew. But -- and so me not knowing
10 a lot at that point in time from the bank side, that was
11 all for them. It wasn't necessarily for us.

12 All that had to be done was the glass on the roof
13 -- so the panels up on the roof -- for the banks to release
14 the money on the job. So by them splitting the crew, they
15 could go through and get all this -- the panels on the
16 roof, but that doesn't mean anything if the electrical is
17 not done. What I found out later is -- and when I left in
18 June, in July and August I was still getting phone calls
19 from homeowners that still had no electrical ran on -- from
20 their panels, that they were installed in May and June. It
21 was July and August that their stuff still was not done.
22 Why? Solar Titan didn't care. Once those panels were
23 installed, they got paid, and then they -- those customers
24 got lost in between the cracks.

25 MS. DANIELS-HILL: So how long was it

1 taking for customers to get their panels to become
2 operational.

3 THE WITNESS: I would say on an average
4 four to six months, seven months, eight months.

5 MS. DANIELS-HILL: And at the time when
6 you weren't aware of the installation delays, how long were
7 you estimating when you were talking to customers or
8 training your sales reps to talk to customers? How long
9 were you telling customers that it would take to install?

10 THE WITNESS: Four to six weeks, on
11 average. Now, once I became privy to this knowledge, and
12 the only way I was getting privy to this knowledge, was
13 people calling, pissed off customers that were wanting to
14 cancel. So then I had to talk to those customers to try to
15 talk them out of cancelling. And, then, once I started
16 finding out the pattern and why they were wanting to
17 cancel, I was, like, this is not their fault. This is our
18 fault.

19 So, then, I went to Craig and Sarah and I said,
20 Okay, well, then, you know what -- because they gave me
21 this big song and dance of excuses of why it was taking
22 longer. And I said, Well, I said, We are advertising four
23 to six weeks so we've got to change that. We've got to
24 change what we are advertising. If we can't follow
25 through, then we've got to set the expectations to

1 realistic expectations with these homeowners. That way,
2 they don't feel like we are lying to them and we are
3 misleading them and we are ripping them off.

4 So they did finally take my advice. And on some
5 of the paperwork it has on there that even though your
6 system may be installed within four to six weeks, it can
7 take an additional two to three months to fully, you know,
8 to get you commissioned, you know, with your power company
9 and get you fully turned on.

10 Because once I was made aware of what was going
11 on and the common complaints and the frustrations of these
12 homeowners, I wanted to get clarification to these
13 homeowners of what the process entailed and that it could
14 take longer and these are the reasons why. Because I'm all
15 about -- because solar is wonderful. I still believe in
16 solar. I just don't believe in Solar Titan USA anymore.
17 It is a wonderful option for a lot of people out there.
18 And I feel that when solar is done right, the homeowner
19 walks away a winner, the company walks away a winner, and,
20 heck, even the power company walks away a winner.
21 Everybody can, it's just got to be done correctly.

22 MS. DANIELS-HILL: You said they
23 finally let you change the sales pitch to tell people that
24 it might take longer. About how long do you think you guys
25 were telling people that it would be four to six weeks but

1 it was actually taking four to six months?

2 THE WITNESS: I would say it was

3 probably the last six, maybe eight months that I was there
4 that -- maybe nine months that I realized -- it was
5 probably seven or eight months, yeah, that I realized it
6 was a problem, problem. Because up until then, I was never
7 in the office. They had me in all of these different
8 territories all of the time. My head was not buried in the
9 sand, but I was so busy out in the field that I really
10 didn't know what was going on, as far as from a customer
11 complaint standpoint. Because I was always -- I was either
12 in Lexington; I was in Louisville; I was in Nashville; I
13 was in Georgia; I was in Alabama. I was always somewhere
14 that I didn't -- yeah, I didn't realize what a real problem
15 the operations department was having up until probably
16 seven, eight -- the last seven to nine months that I was
17 there.

18 MS. DANIELS-HILL: What was your last
19 month that you worked at Solar Titan?

20 THE WITNESS: I resigned June 17th.

21 MS. DANIELS-HILL: That was of 2022?

22 THE WITNESS: Yes.

23 MS. DANIELS-HILL: So forgive my lawyer
24 math, but hopefully I do this right. It was maybe
25 November, December when you guys changed, or when you

1 convinced them, I should say, to change the pitch to tell
2 customers that it might take closer to four to six months?

3 THE WITNESS: No, it was probably not
4 even then. I was telling them -- because they were still
5 telling me -- I saw that it was a problem. They were,
6 like, No, it's getting better. You know it's these power
7 companies blah, blah, blah, blah, blah. Then once I kept
8 on getting the calls and the complaint, I was, like,
9 Listen, we have got to change the paperwork. Once they
10 buy, we have got to let them know that, hey, it takes a
11 little bit longer. It can take up to a certain amount of
12 time. So then they finally -- maybe six months before I
13 left they changed it. Those are approximate dates,
14 because, again, my days were very hectic when I was in the
15 office.

16 MS. DANIELS-HILL: So you are thinking
17 it was maybe around the beginning of 2022?

18 THE WITNESS: Probably. Something like
19 that.

20 MS. DANIELS-HILL: And then you said
21 that -- you were talking about one customer in particular
22 who had called you complaining that the system had been
23 undersized. And you being the supervisor of that sales
24 rep, decided to take some responsibility for that sales rep
25 undersizing the system. Do you know why that sales rep may

1 have accidentally undersigned that system?

2 THE WITNESS: Their sizing chart.

3 MS. DANIELS-HILL: What do you mean by
4 that?

5 THE WITNESS: So they had a sizing
6 chart as -- so basically it's a sizing chart for dummies.
7 So if you use X amount of kilowatt hours a month, you need
8 X amount of size of system. So that's what they had. So
9 that's what we had in all of our pitch books. Then when
10 they found out that Pink Energy, which at the time was
11 PowerHome, this was way back whenever the news channels
12 first started doing their undercover stuff down in Georgia,
13 they got scared and they reissued a new sizing chart. An'
14 I said, Well, if that doesn't scream: We are guilty, I
15 don't know what does, guys. Why now, all of a sudden, are
16 you changing these sizing charts? Which all of the sales
17 reps were up in arms because they were, like, Okay,
18 something is not making sense. This was toward the end of
19 my -- of me being there because it was all just --
20 everything was coming to an ugly head. Everybody was,
21 like, Okay, well either we were lying before and we had
22 been under sizing everybody, or the company is getting
23 greedy and now all of a sudden these homeowners need double
24 the size that they needed before. Something wasn't adding
25 up. So then once that happened, then they went back and

1 they did a different chart, and then they changed it again
2 because they realized that these news channels were coming
3 from every direction. They were coming from Kentucky.
4 They were coming for Georgia. But, again, they were only
5 going after the companies that were being shady. That's
6 why PowerHome had to rebrand, and now they are out of
7 business. That's why Solar Titan has just laid off a bunch
8 of people, and are still saying that it's Generac's fault
9 and it's this person's fault and it's this company's fault.
10 It's never their fault.

11 MS. DANIELS-HILL: So that sales rep
12 was using, what, the first or the second sizing chart?

13 THE WITNESS: The first.

14 MS. DANIELS-HILL: And he was using it
15 accurately based off of the information he had, but that
16 information was wrong so that's why it was undersized?

17 THE WITNESS: Uh, yes. So I feel that
18 he was using it pretty accurately. I feel that probably
19 according to their usage, he could have bumped it up a
20 little bit, but he did not because it was a payment concern
21 for them.

22 I realized this after I was not driving and I was
23 sitting and I was looking at their usage and what they had
24 told them that they used versus the amount of money, you
25 know, that that system would cost, that they actually

1 needed versus the system that they went with.

2 So I went -- that's why I went back to their home

3 and I said, Listen, you know, ultimately it's my fault. I
4 didn't double-check his numbers. I was on the road. This
5 is really what you need. So this is what we are going to
6 do to make it right. We are going to go ahead and give you
7 the system that you need, plus upgrade your battery because
8 that's, you know, that's how we do business, or that's how
9 I did business when I was there with people I interacted
10 with. Unfortunately, I couldn't interact with every single
11 customer that we had.

12 MS. DANIELS-HILL: Those are the only
13 follow-ups. Thank you, Shawna.

14 BY MR. KEEN:

15 Q. I just kind of want to lay a foundation. I
16 think we -- me and you both know sort of what the goods and
17 services that Solar Titan offered, but I want to sort of
18 establish it for the record. You mentioned earlier that
19 Solar Titan provided a turnkey system. Can you explain
20 what that means a little bit?

21 A. So, yes. So pretty much across the country
22 solar companies can be divided into two different
23 categories. Category A are sales and marketing teams. All
24 they do is go out and acquire the client. They go out and
25 either doorknock; they canvas neighborhoods. "Oh, are you

1 the homeowner, Mr. Keen? Oh, well, you know, would you
2 like to save on your solar or on your power bill?" Then
3 they, basically, proposition a solar system to you, you buy
4 it. So then -- but that's all they do. They are sales and
5 marketing teams, and they don't know anything about
6 actually installing solar. They are not solar crews. They
7 are not, you know, certified to do that. They are not
8 trained to do that.

9 So they go out and, basically, outsource all of
10 their installations to solar installers, because not
11 anybody can install solar. That creates hassle for the
12 homeowner, more time, and more money. So that company --
13 that solar company (Zoom distortion) type A. And then
14 solar company type B, are installers -- they are solar
15 (Zoom distortion) --

16 COURT REPORTER: Type B is what?

17 THE WITNESS: Solar installers. So
18 they are the actual crews. They know how to install. They
19 know how to get the panels and run the conduit and do all
20 of that. They don't know anything about sales and
21 marketing. So they are going out and they are taking the
22 bids and the jobs from all those company type A's, which
23 creates more time and money for the homeowner.

24 So then you have the all-inclusive or the turnkey
25 company that handles both the sales and the marketing, as

1 well as having their own solar installers. That's what's
2 called "turnkey" or considered "turnkey." So they can
3 handle everything quote, unquote, from A to Z. So they are
4 not having to outsource anything or subcontract anything.
5 They handle everything in-house.

6 BY MR. KEEN:

7 Q. So these companies that handle everything
8 in-house, do they actually manufacture the solar panels?

9 A. Oh, no, not that part.

10 Q. Okay. How do they get the solar equipment?

11 A. So there's different ways you can go about
12 it. You can -- most -- what most companies do is they find
13 a distributor. They find a solar panel distributor. The
14 one that Solar Titan uses primarily is CED. I believe they
15 are among the largest, if not the largest, solar
16 distributor in the nation. So they get all of their
17 panels, their wiring, their conduit, all of that, from
18 those distributors.

19 Q. Does CED use one specific type of solar type
20 -- like a brand, or do they --

21 A. No.

22 Q. -- distribute multiple types of brand?
23 Okay.

24 A. They distribute different types. It's like
25 having -- like having a car lot or, you know, as long as

1 it's not a Mitsubishi lot or it's a Chrysler lot, if it's
2 just, let's say a -- I'm just -- I'm just going to open up
3 a car lot that's going to offer all kinds of different
4 cars, all kinds of different trucks. It's whatever that I
5 can get my hands on, but they are going to be brand new
6 with --

7 Q. Like CarMax?

8 A. -- full warranties on them.

9 Q. Yeah.

10 A. Yes, kind of like that, but it's whatever.

11 Especially during the pandemic and the start of the
12 pandemic, the supply chain got real crazy. So it wouldn't
13 necessarily be one type or one brand of panel, as long as
14 they fell under what's called different tier levels. As
15 long as they were tier 1 or high grade panels. So that
16 could be a Hyundai panel, that could be a Mission panel.
17 That could be a Jinko panel. That could be a Keenso panel.
18 It's just whatever they could get ahold of.

19 Q. How much did they -- the equipment -- I
20 guess what I am trying to get at is how did Solar Titan
21 determine, ultimately, what its margins were? So I want to
22 get an idea of how they would understand what the cost of
23 the equipment was, and, then, how they would price that for
24 the customer in order to get at, sort of, a bottom line
25 margin?

1 A. Well, I learned this after I left the
2 company. It's basically called a red line. So they would
3 put together, basically, the cost of their equipment,
4 average size system -- let's say that's an 8 kilowatt
5 system, that means it's 8,000 watts. They would price out
6 their panels by the watt, how much -- how much product,
7 wire, whatever, does it take to do an 8 kilowatt system?
8 How much are we going to pay this install crew to install
9 an 8 kilowatt system? Then you add all those numbers up
10 and you divide it by 8,000, 8,000 watts. That's where you
11 get the price per watt, what you need it to be at just to
12 meet your cost. Then, anything above and beyond that is
13 profit.

14 Q. So whenever Solar Titan would purchase
15 inventory, did they do it on a per-watt basis to determine
16 the cost of that inventory?

17 A. In the very beginning, probably. But then
18 the bigger that they got, they were able to buy in bulk.
19 Once you are able to buy in bulk, you drive down the cost
20 per watt because you get stuff cheaper; it's like about
21 anything. So your price per watt goes down.

22 Q. Okay.

23 A. Your profit margin goes up.

24 Q. And, then, whenever they would sell the
25 inventory to the customer, they would determine the price

1 of the system based on their per-wattage calculation?

2 A. Yes.

3 Q. Okay. How did Solar Titan keep its
4 inventory?

5 A. They had warehouses.

6 Q. Okay. Where were these warehouses?

7 A. Knoxville, so, over on Outlet Drive they had
8 some warehouses. That's where our office was, in the
9 beginning. They had another one, I can't remember the name
10 of the road, but it is also in Knoxville, Tennessee. Then
11 they had a warehouse down in Macon, Georgia. They shut
12 that warehouse down shortly after one of their installers
13 drilled into a live breaker box on a customer's house and
14 electrocuted herself. I was told that they fired that
15 (Zoom distortion) and crew and they shut down that
16 warehouse. And those installers, or the Knoxville crew,
17 was sent down to Macon to get all of the material and bring
18 it back. Then they have -- I believe they have one up in
19 Richmond, Kentucky as well.

20 Q. So whenever a customer buys a package, Solar
21 Titan isn't going out and purchasing directly from the
22 manufacturer or the distributor; they already have what's
23 needed to install there?

24 A. Most of the time, yes.

25 Q. Okay.

1 A. Basically, they pre-bought it.

2 Q. What type of margins was Solar Titan seeing,
3 let's say, in your last six months that you were there? Do
4 you know like on average, say, on a 8 kilowatt system, what
5 type of margin would that ultimately get for Solar Titan?

6 A. Well, I can't say for sure because they
7 would never let me look at the books. So I don't know -- I
8 can't tell you for certain, Sam, that, "Oh, yeah, they are
9 at this percentage." I will tell you that they were
10 selling at between 550, I believe, and 575, \$5.75 per watt
11 --

12 Q. Uh-huh.

13 A. -- which was asinine. It's crazy.

14 Q. Why do you say that?

15 A. Because after realizing -- because I have
16 talked to -- I talked to Mosaic, which was Solar Titan's
17 primary lender. I have also looked into costs of running a
18 solar company. I thought about doing, you know, solar the
19 right way. So I looked into the cost behind it, and how
20 much and that sort of thing. And they had a lot of
21 overhead, unnecessarily, with, you know, a lot of warehouse
22 space they didn't need, et cetera, et cetera, et cetera.
23 But I feel that at \$4.00 a watt, \$4.25, \$4.50 you are still
24 very profitable. So anything over and above that was --
25 yeah, they were probably -- I would guess they were

1 probably at \$2.00 a watt in profit. So if you figure \$2.00
2 a watt in profit, we were selling about a million to a
3 million and-a-half a week. So our best month was \$12
4 million. I think we ended up netting about 10.5 million in
5 March. So if you figure 10.5 million in March, an
6 8 kilowatt system being at 5 -- we will just call it \$5.15
7 a watt is 41.2. So \$40,000 would be the average sales
8 price -- we will just call it that -- divided by \$40,000,
9 that means that they did 262 -- 263 times 8,000 watts gives
10 us 2,104,000 watts, times \$2.00 a watt. Yeah, they
11 probably netted \$4.2 million in profit, guessing. But,
12 again, they wouldn't let me look at books. They didn't
13 want me to see that.

14 Q. So in March 2022, you said they probably did
15 \$4.2 million in profit?

16 A. At least.

17 Q. But it sounds like they were having
18 difficulty getting the installs done. It sounds like they
19 had a lot of money. Why would they have difficulty getting
20 the installs done?

21 A. Because they were spending it as quick as
22 they were -- as we were making it for them.

23 Q. Who was?

24 A. I don't -- between Sarah, Craig, and Mike.
25 I feel that they were probably drawing profits weekly.

1 Now, this, again, is my perception because, I agree with
2 you, why on earth should a company this large and this
3 successful be having these kind of issues?

4 My sales reps were never paid on time. My sales
5 reps were never paid what they were supposed to be paid.
6 They kept cutting commissions. So last year, so June,
7 July, August of last year, I had a major revolt in our
8 Kentucky market. I lost five or six, seven different reps
9 and managers because they felt that Solar Titan was getting
10 greedy. And the commission at that point in time was 2 to
11 3 percent, which means the average sales rep was only
12 making 4- to \$500 a sale.

13 So you are telling me that we are charging
14 30-, \$40,000, and the average commission is 3- to \$400.
15 That's not -- by the time tax and insurance is taken out,
16 that's not enough for gas for the week. And you are going
17 to want me, as a sales rep, to run 1,000 miles a week and
18 you are not even going to pay me? And \$400 is complete
19 commission. They were only paying half up front.

20 So, yeah, a lot of shady, shady things were going
21 on. But, no, I feel that the owners were definitely taking
22 weekly their cut.

23 Q. So even if they weren't --

24 A. And --

25 Q. -- making payroll, they would make sure --

1 A. They were getting paid, absolutely. I mean,
2 how else are you going to fund yachts and Teslas and homes,
3 lake homes for your family members and this family member
4 and that family member? And I'm not hating. I -- if
5 everybody was getting paid and these homeowners were
6 getting their installations done on time and correctly, I'd
7 say, "You know what? Let them buy whatever they want to
8 buy. They are doing everything the right way." But when
9 people aren't getting paid and these homeowners are getting
10 screwed and they are getting double-billed for months and
11 crap may be on the roof, but, yet nobody has come out to
12 finish the job, but yet you can afford a Tesla every single
13 month and you can afford to go out and buy these yachts.
14 They are not even yachts. They are called super yachts.
15 They had so many yachts that, yeah, they started another
16 company from the money they were drawing off Solar Titan.
17 And, you know, that's when I have a problem. You can
18 afford to do all these things, but you can't afford to pay
19 people and you can't afford to do these homeowners that
20 have already bought from you, you've already got their
21 money, there is a problem with that.

22 Q. What was the name of the company you said
23 they started from the money --

24 A. I believe they called it Titan Tours or
25 Titan Yacht Tours or something. I don't know. It was down

1 in Destin.

2 Q. But it sounds like you are under the

3 impression they were using Solar Titan money to fund
4 operations for this company?

5 A. Well, they were using their profits weekly,
6 which aren't real profits. That's not real net profit
7 because you are still -- it's not real profit whenever the
8 company is not -- when the customer base is not fully
9 installed and those sales reps are not fully paid out.
10 That's not net profit, in my eyes, because you should be
11 reinvesting that weekly profit back into the completion of
12 these jobs and paying my, you know, your sales reps and
13 paying your installers and paying, you know, those people
14 your office staff. That's how I would do it if it were me
15 anyways.

16 Q. So just to go back to you were -- your job
17 at Solar Titan, was it director of sales? Is that correct?

18 A. In the beginning it was.

19 Q. Okay.

20 A. I was the VP of sales and training.

21 Q. Okay. What's the difference between the
22 director of sales and the VP of sales?

23 A. Title.

24 Q. Okay.

25 A. I was still -- I was -- you know, I have

1 saying: You can call me the janitor as long as my paycheck
2 is there every Friday. I don't really care. But I was in
3 charge of basically -- I was in charge of the numbers, the
4 sales numbers, but I was also in charge of the training and
5 development, morale, et cetera, et cetera, et cetera.

6 So if there was a territory that was
7 underperforming, it was my job to go out and make sure that
8 they were performing again. Yeah, so...

9 Q. So part of your job was training the
10 salespeople?

11 A. Well, yes and no. So we had hired a
12 trainer, and he's kind of taken over my responsibilities
13 since I left. But he was my -- he was my head trainer. I
14 had promoted him to the director of training. So I had a
15 training department that would train the new hires. So if
16 we recruited you saying you were to come in to the office
17 and do a training, I didn't do that part.

18 Q. Who was the gentleman who --

19 A. The John (Zoom distortion.)

20 COURT REPORTER: Who? I'm sorry.

21 MR. KEEN: John Carroll.

22 THE WITNESS: Yes.

23 MR. KEEN: That's C-A-R-R-O-L-L.

24 THE WITNESS: Yeah.

25 BY MR. KEEN:

1 Q. Did you get any training from anybody
2 whenever you started working for Solar Titan?

3 A. I went on a ride with Craig. So he was --
4 it was in the very beginning. He had nobody. It was him
5 and Jason that were out selling. So I did -- I did a ride
6 with Craig to kind of just see what, you know, what he was
7 pitching, his sales process, and then I just I went out and
8 did my thing. And I created a process. I created,
9 basically, the way we were going to train people.

10 Q. Okay.

11 A. To -- (Zoom distortion.)

12 Q. Okay. What was the process that you
13 created?

14 A. Basically, you go in, you make a friend, you
15 find out what's important to them, as far as why are they
16 looking at solar, how long they have been looking at going
17 solar, and why they haven't done it yet. You find out what
18 their average power bill is. You show them the position
19 of, basically, why it's better to go solar and own your own
20 power versus rent it. Then you give them a couple of
21 options, as far as different size systems to create a
22 different kind of offset. Then, you know, ask them to buy
23 it.

24 Q. And, of course, we already went over this,
25 but one of the big problems was the size systems that you

1 would recommend were based on faulty numbers. Am I saying
2 that right?

3 A. I was given the sizing chart. I had no
4 reason, at that point in time, to question it. So, yeah.

5 Q. Who gave you that --

6 A. (Zoom distortion.)

7 Q. -- sizing chart? I'm sorry.

8 A. Craig and Sarah.

9 Q. Do you know who developed it?

10 A. From what I understand -- no. But from what
11 I understand, Sarah was in charge of that part.

12 Q. Does Sarah have any special training or
13 certification that would help her be able to make a sizing
14 chart?

15 A. I was told that she went through the
16 certification process to become NABCEP certified. That's
17 N-A-B-C-E-P.

18 Q. Tell me a little bit about what NABCEP
19 certified means.

20 A. So it's the national accreditation for
21 something solar. So, basically, it's the highest
22 certification that a solar installer could have or should
23 have on the national level. It's a lot of -- it's a lot of
24 classroom hours or online hours and studying.

25 Q. So with all that studying is it -- are you

1 studying how, like, solar power is generated, how much
2 power is generated with certain systems, and how much it
3 takes to operate certain size houses?

4 A. I would assume so.

5 Q. Okay.

6 A. But they never offered to put me through
7 that. So my job -- I had one job, was to produce.

8 Q. Did you rely on the accuracy of the sizing
9 chart because of this special certification --

10 A. Yeah.

11 Q. -- that Sarah Kirkland had?

12 A. (Witness nods head up and down.)

13 Q. So we talked a little bit about how Solar
14 Titan gets its inventory. We talked a little bit about,
15 you know, the types of margins that it makes from these
16 sales. I want to talk a little bit about the actual sales
17 themselves, and just sort of understand how that process
18 works.

19 So, if you would walk me through from the time
20 Solar Titan first contacts a customer until the time the
21 customer agrees to purchase a system from Solar Titan.
22 Could you sort of do that for me? Let's start with how
23 would a customer -- how would Solar Titan get in touch with
24 a prospective customer?

25 A. Different ways. So they were running ads on

1 YouTube, social media. Facebook was a big one. So,
2 basically, they are called funnels. If you're -- if any of
3 you are on social media and you go scrolling and you see
4 all these adds, right, come up. Let's say there was an ad
5 that said, "Hey, the government is giving money away to go
6 solar, and you could cut your power bill in half or you
7 could never have a power bill again. Are you interested?"
8 And you click on that ad and then you fill out your
9 information. "Oh, my name is Sam Keen. I live at 1101 Oak
10 Street, Nashville, Tennessee. I own my own home. My
11 average power bill is \$200 a month. Here is my email
12 address and my phone number." So then once you hit "send"
13 it goes into, basically, Solar Titan's pipeline and one of
14 their marketers call you. "Hey, I just barely -- I barely
15 hit the send button. Oh, well, would you like us to come
16 out and give you a free consultation?" You say, "Yeah,
17 sure, that will work."

18 Then they book you an appointment. Then they are
19 supposed to call you a day before that appointment to
20 confirm that you are going to be there. "Hey, I need you
21 and your wife there. Don't forget to have, you know, your
22 most recent power bill, you know. And, is Wednesday at
23 1:00 still good for you? Oh, yeah. All right. Awesome."

24 Then, a sales rep goes to that 1:00 on Wednesday,
25 knocks on the door, says, "Hey, we are with Solar Titan

1 USA. You had booked an appointment. Oh, yeah, come on
2 in." That's how that goes. Then, they talk to you, they
3 look at your power bill, they do their presentation with
4 you, and then they show you -- they size you a couple of
5 systems according to what you and your wife say that you
6 want out of solar.

7 And then, you know, if and when you say yes, they
8 sign you up that day. So they go through all the
9 paperwork. They qualify you for financing. You sign all
10 of the bank information. They send you, basically, digital
11 copies of that via email. And then you sign some paperwork
12 from Solar Titan, you shake hands, they take pictures of
13 your house. And then they say, "Hey, somebody, you know,
14 from the office is going to call you in three to five days
15 and we are going to get you started and we are going to get
16 you installed." That's how that works.

17 Q. So there's a lot to break down there. I
18 want to start with the install agreement. That is a paper
19 that's signed between the customer and Solar Titan. Is
20 that right?

21 A. Yes.

22 Q. Okay. And just tell me, what are the
23 general terms of the install agreement?

24 A. So they went digital on the installation
25 agreement. I didn't like that, that they went digital on

1 that. A lot of people, including myself, I'm old school.
2 I want a paper. I want something that i can physically
3 read. I want something that I can physically hold in my
4 hand. They went digital because they say that it costs
5 less. I know why they went digital, or I feel I know why
6 they went digital because out of site out of mind. If
7 people don't have a paper copy of it, it's harder to read
8 your agreement and the contractual terms of your agreement,
9 especially if you've got somebody that's older. That's my
10 personal opinion.

11 So, basically, it states, you know, on the front
12 side of the agreement, it's got the homeowners' name --
13 names, the physical address of where the solar is going,
14 their phone numbers, their email addresses, what they're
15 buying, what size system they're buying, as far as PV,
16 which is the solar -- the panel part, and then it's got
17 whether or not they are going with the battery. It's also
18 got, you know, notes on there if there's an HOA, because
19 there's a different, extra process to go through because
20 the company has to get the HOA approval of that solar. And
21 then it's got, basically, any special notes that that
22 customer -- anything extra that that customer is getting,
23 whatever. It's got the cost of that system, and then it's
24 got a place for that homeowner to sign.

25 Q. If it was digital, how did the homeowner

1 sign?

2 A. They signed on the sales rep's iPad or
3 tablet.

4 Q. About how long were these contracts?

5 A. It's just -- it's basically -- it was one
6 legal page.

7 Q. Uh-huh.

8 A. On the front side, and then all the
9 contractual terms or the legal terms was on the back. When
10 there were physical copies, it was a carbon copy, so the
11 front side was what they were buying, and the back side
12 (Zoom distortion) -- were the terms and conditions.

13 Q. The terms and conditions, do you know how
14 many terms and conditions there were?

15 A. A lot.

16 Q. Do you know what font size they were?

17 A. Let me see if I've still got one. Probably,
18 I would say an eight, maybe, possibly.

19 Q. Eight point font for the terms and
20 conditions?

21 A. Maybe smaller. Maybe a little bit larger.
22 I might actually have a copy here. I do. So this is an
23 example. This is actually somebody that I signed up. So
24 this is what the front side looks like. That is what the
25 back side looks like.

1 Q. Just explain, sort of, what does the back
2 side look like? How would you describe it?

3 A. It's got everything that legally they had to
4 have on there to be compliant with the lenders. Though
5 they got a -- the first paragraph is a 10-year workmanship
6 warranty, 5-year roof warranty. Basically it's a 5-year
7 limited roofing penetration warranty. So, basically,
8 anywhere that Solar Titan had to penetrate to install the
9 system on the rafters. They warrantied against any type of
10 leaking or issues. Then it's got the regulation Z
11 disclosure. So the first monthly payment on the loan is
12 due approximately 60 days after the installation.
13 Basically --

14 Q. What does that -- let's go back to that real
15 quick. I'm sorry. I don't mean to interrupt. Sixty days
16 after installation is whenever the first payment is due,
17 according to that contract?

18 A. Yes.

19 Q. What does "installation" mean?

20 A. Panels on the -- panels on the roof.

21 Q. So it doesn't necessarily mean actually
22 working?

23 A. Nope.

24 Q. We have already talked about a situation
25 where the customer did have panels on the roof, but didn't

1 have an operational system?

2 A. Correct.

3 Q. Is there any term on the back that talks
4 about posting reviews online?

5 A. Yes. Hold on just a second. I know that at
6 one point in time -- yes, they could not post any negative
7 reviews.

8 Q. Even if they weren't satisfied?

9 A. Yep. I'm pretty sure.

10 Q. Okay.

11 A. That's what they -- that's what they had --
12 because I had several homeowners that I had to talk to and
13 to try to make happy that they were not happy about that.
14 Oh, yes, (BEGIN READING) So the buyers agree that Ideal
15 Horizon Benefits, LLC/Solar Titan USA may utilize
16 photographs on, you know, promotional -- social media and
17 promotional (Zoom distortion) Buyer agrees not to use any
18 form of social media to express their opinion or -- yeah --
19 opinion that could be portrayed as negative in the eye of
20 the public towards or about Ideal Horizon Benefits.
21 Breaching acceptance of this clause by buyer can and will
22 be monetary compensation benefits to Ideal Horizon
23 Benefits, LLC/Solar Titan USA. Buyer clearly understands
24 that standard solar systems do not include a battery backup
25 or generator unless specifically added (Zoom distortion) in

1 detail notes (END READING).

2 Q. Is there a notice on the back about what if
3 the buyer wants to cancel the agreement? Does it say --

4 A. Yes.

5 Q. Okay. What does that notice say?

6 A. Let's see here. Horizon Benefits/Solar
7 Titan USA following the receipt of this request within the
8 agreed timeframe -- let's see -- so... I'm looking for the
9 three-day clause.

10 Q. That's fine. Just so -- so you mentioned a
11 three-day clause. What is your understanding about what
12 the buyer's right to cancel is?

13 A. So three days -- so they had three business
14 days after they buy to cancel for whatever reason that they
15 want to with no penalties.

16 Q. Okay. Did customers ever try to cancel?

17 A. Yes.

18 Q. Okay. What would Solar Titan do if a
19 customer reached out to them wanting to cancel?

20 A. Within those three days.

21 Q. Yes.

22 A. So, basically, we had a process that I would
23 try to reach out to that customer and try to save that
24 customer from cancelling within their three days. So let's
25 say you called, Sam, and you wanted to cancel your solar,

1 and you called today. So today is Monday. So you would
2 have Tuesday, Wednesday, Thursday at midnight to cancel.

3 Correct? So if you bought today, then you cancelled within
4 those three days.

5 So, basically, I would get a form, "Hey, Mr. Keen
6 is wanting to cancel his solar. You can call him and find
7 out why and try to get him to keep it."

8 Well, if I am out in the field and I don't know
9 about your cancellation until I come back into the office
10 next week, your three days has already expired. So I'm
11 still going to call you and say, "Hey, Mr. Keen, this is
12 Shawna with Solar Titan USA. I understand that we were out
13 in your home last week and you initially signed up to go
14 solar." You say, "Yes, but I cancelled. I have already
15 done it." Okay. All I do is, basically, process out your
16 cancellation, do a quick exit survey with you, find out why
17 you wanted to cancel so that we can get better on our
18 processes in the future. So you would talk to me and you
19 would tell me why you cancelled, why you signed up, and
20 then I would try to save you. If it was a money issue, I
21 would drop the price; I would do something to try to keep
22 you to where you wanted to keep it sold. If I could not
23 get you to want to keep it, I would go ahead and sign off
24 that you wanted to cancel. I would send that to my
25 assistant and they would push you on through to finance so

1 finance could release you of your obligation with that
2 sold. If you said, "You know what, Shawna, if you could do
3 X-Y and Z, yes, I will keep it. If you can lower the
4 price, lower my payments..." And then we would, basically,
5 send out a new installation agreement with your new price,
6 whatever, and then go on from there.

7 Q. Was there ever -- were there ever situations
8 where a customer wanted to cancel but for some reason they
9 didn't get cancelled?

10 A. Absolutely.

11 Q. Okay. Can you tell me --

12 A. So this goes back to my resignation email.
13 So, like I said, I was in charge of -- they had me doing
14 everything, all the time. So I was everywhere and nowhere
15 all at the same time, all the time. So if I was out in the
16 field I would get backed up on these cancellations. Why?
17 Because, A, it's just a numbers game. With sales, you sell
18 so much, there's a certain percentage that's going to want
19 to cancel. That is what it is. But it increased with the
20 -- the cancellations increased the higher the price per
21 watt, meaning it was less affordable for more people. And,
22 B, the amount of negative reviews online that these
23 consumers were getting wise and they were googling Solar
24 Titan and they were realizing what a shady company it was.
25 So the cancellations just kept increasing.

1 So, anyways, there towards the end of my
2 employment with the company, Craig kept telling me, Shawna,
3 you're 90 cancellations behind. And I'm, like, 90? I
4 can't be 90 behind. Tory (phonetic) which at the time was
5 my assistant, and Heidi (phonetic) told me that I was only
6 30 behind. Thirty and ninety, that's a big difference in
7 how many cancellations I'm behind.

8 But I had noticed whenever I would come back in
9 the office, my completed cancellation forms that I had
10 already processed and let people out of their agreements
11 were showing back up on my desk. And I would send them
12 back to Tory. Tory was, like, We have already processed
13 these. So this was going on. Then he tells me that I'm
14 behind. I'm, like, No, I'm not 90 behind. Yes you are.
15 You are 90 behind. Oh, okay. Well, Sarah Dorismar, and I
16 don't know if you all interviewed her, but if you have not,
17 you really do need to subpoena her. But she was over the
18 finance department at the time. She resigned as well
19 because of all the shenanigans that was going on there.

20 But it was one of her last days and we were
21 trying to transition her responsibilities over to someone
22 else, and so that the sales department would have a process
23 that would, you know, work in between, you know, all of
24 that. So it was me; my two assistants, which was Tory and
25 Heidi; my director of sales that I had promoted, Sam; my

1 director of training, which was John Carroll; and, Sarah
2 Dorismar. We called her Sarah D. We went into a meeting
3 together and I said to Sarah before we had started talking,
4 I said, Sarah, I know I'm 90 behind. I'll get them caught
5 up as soon as I can, you know. She's, like, 90 behind on
6 what? I said, The cancellations. She goes, No, you're
7 not. You're not 90 behind. I said, Well, that's what
8 Craig said. Craig said I was 90 behind. She goes, Oh, no,
9 that's Craig list. You have a list and Craig has a list.
10 You are only 30 behind. And I said, Well, Craig keeps
11 telling me I'm 90 behind. She said, Oh, that's because
12 they don't let us let people out and release them of their
13 Mosaic loans. I said, What do you mean we're not allowed
14 to do that? She said, Because they tell us that it will
15 mess up cash flow and they can't afford to do that. So we
16 are only allowed to release four people a week. She said,
17 As it stands, and, she said, I told Sarah K and Craig, If
18 we are only allowed to let four people out a week, if we
19 don't get any more cancellations, it will be November
20 before everybody is released and is cancelled. I said,
21 Doesn't that affect their credit? She goes, Yeah, it does.

22 So even if you cancel legitimately within your
23 three business days, they would hold you. Mosaic would not
24 release you, because once it passes a specific point on the
25 lending side, then Mosaic goes ahead and partially funds

1 that sale so that you can go ahead and order that equipment
2 and that material. So what would happen is, they don't
3 wait that three business days before they go ahead and push
4 that sale ahead in the financing world.

5 So they hired a girl, and I'm pretty sure she's
6 still there, that the morning after you sign up, they are
7 going ahead and pushing that forward and getting funded for
8 that deal.

9 Q. Doesn't the lender --

10 A. But I need --

11 Q. -- see -- I'm sorry. Can I just -- doesn't
12 the lender see that the contract was just signed yesterday?

13 A. I don't know. Possibly, but it's always
14 about the money, and when it's not about the money, it's
15 about the money, you know. But they just assume that that
16 customer -- we are pushing right ahead with those deals.
17 Here's the problem: It's not the lender's fault, it's the
18 company's fault because if you cancelled within your three
19 days and I went ahead and released you -- let's say I've
20 got a solar company called Bob's Solar, and you bought
21 today, and I went ahead and pushed you through to where I
22 could go ahead and get funded for part of that so I could
23 go ahead and buy your equipment, right? And you cancelled
24 within those three days, all I'd have to do is let Mosaic
25 know, "Hey, Mr. Keen cancelled." So what would happen is

1 the next week they would claw back that money.

2 Not a big problem, right, if I am doing
3 everything on the up and up? Yeah, that hurts because we
4 gotta get paid for it, next week you take it back, but that
5 releases you of your contract with Bob's Solar and Mosaic;
6 right? That just means that we get that money that we were
7 advanced taken back the next week out of whatever sales
8 that we've got next week that's funded, if that makes
9 sense.

10 Q. Uh-huh.

11 A. The reason they didn't want that is because
12 they were in so deep they had to have that money coming in
13 every single week to make payroll.

14 Q. It sounds like what you are explaining is a
15 situation where they are spending money they shouldn't be
16 spending?

17 A. Yes.

18 Q. Is that -- okay. So whenever Sarah Dorismar
19 said it gives them cash flow problems, is that -- is that
20 what she meant?

21 A. Yes.

22 Q. Okay. So their -- so -- just so I am
23 understanding you correctly, the customer signs up for an
24 install and signs up for financing. And we will talk about
25 that later. And, normally, the company should wait the

1 three days before submitting the financing to Mosaic or
2 whoever the lender is, but Solar Titan was pushing the
3 financing through, sounds like --

4 A. Immediately.

5 Q. -- immediately?

6 A. Yes.

7 Q. No matter what?

8 A. Yep.

9 Q. Then that money would get deposited into
10 Solar Titan's account and then, let's say, the customer
11 cancels within their three days, then Mosaic is able to
12 call back, meaning go back into the account and withdraw
13 the money; right?

14 A. As long as Solar Titan releases that
15 customer, yes.

16 Q. Okay.

17 A. If they don't, then Mosaic won't do that.
18 So that customer continues to get billed. So what happens,
19 and what has happened to a lot of these homeowners, is if
20 you signed up for the ACH, which is the automatic
21 withdrawal for your payment, right, to get the lower
22 interest rate, and you said, you know what, screw Solar
23 Titan. I cancelled my agreement within the time. I
24 cancelled it out so I'm going to shut that account down and
25 you are not going to draw money out of my account anymore;

1 right? You can do that. So then guess what? It reports
2 against you negatively on your credit bureaus. So now your
3 credit score is negatively impacted.

4 So Solar Titan had this thing. They were, like,
5 Well, you know, eventually if they keep paying on it,
6 eventually Mosaic refunds them the money. So they felt --
7 they didn't feel like they were doing anything wrong. But
8 what happens if you have got a little old person, or a
9 young person, and they are on a fixed income and it's a
10 lower income? They can't afford for \$150, \$250, or
11 whatever, to be taken out every single month for a service,
12 and pay a power bill.

13 So if they were paying on it, it's causing them
14 financial hardship. If they are not paying on it, it
15 affects their credit score negatively. So even if they are
16 refunded that money for the past six, eight months, nine
17 months that it took for Solar Titan to finally get around
18 to cancelling my crap, if I said, screw you, I'm not paying
19 for you, it's affecting my credit score anywhere between 50
20 points, a hundred points, whatever. Credit Bureaus don't
21 automatically go back and fix that. You are screwed. Now
22 you can't buy anything. Now you can't go buy a house. You
23 can't go refinance. You can't go buy a vehicle if you need
24 to. They don't care. They didn't care.

25 But, no, they had set me up to be the fall guy on

1 the Mosaic. And I explicitly detailed that in my
2 resignation. Why else would you continue to tell me I'm 90
3 behind when I know I'm not and you know I'm not? That way,
4 if Mosaic -- if anything legal came down to it, well, you
5 know what, we trusted our VP of sales to do that. She got
6 how many behind? Oh, my gosh. We didn't know that.

7 Q. But it sounds like they did know that?

8 A. Oh, yeah. They were in charge of that, not
9 me. I was only the figurehead. I was never in charge of
10 changing a comp plan or a commission rate or when my sales
11 reps were getting paid or when they were not getting paid,
12 the rate that they were getting paid at.

13 Q. Did they -- it sounds like, too, they even
14 instructed -- I don't know. Did they instruct you or did
15 they instruct Sarah Dorismar not to cancel?

16 A. Sarah Dorismar. I wasn't in charge. I
17 would cancel them out on paper and I would send in my part
18 of the process. They were told on their end, financing, to
19 not cancel them out until they told them they could.

20 Q. Who told them that?

21 A. Sarah and Craig.

22 Q. Now, you mentioned that they went digital.
23 If they -- if a consumer signed an install agreement, was
24 it emailed to them?

25 A. Yes.

1 Q. Okay. Were there ever situations where the
2 customer didn't have an email address?

3 A. I'm sure, yes.

4 Q. Okay. What happened in those situations?

5 A. What I would -- if I was brought up on that,
6 I would say, Listen, you need to fill out all paperwork,
7 real paperwork, and give them a copy.

8 Q. Okay.

9 A. But, you know, for the purposes of, like,
10 Mosaic and things, I would say, Well, you might want to
11 create for them an e-mail address, set it up on their
12 phone, that way they can get the email that way. Because I
13 was still -- because most of the time if somebody didn't
14 have an email address it's because they were older in age.
15 And I would recommend all physical paperwork at that point
16 in time, plus set them up an e-mail.

17 Q. I guess this applies to both physical copies
18 and to the digital copies, but I think especially with the
19 digital copies, how realistic is it to actually expect the
20 customer to read the contract, read all of it before they
21 sign it? Was that -- or was it more like the sales rep
22 would explain the contract, you know, to sort of speed up
23 the process?

24 A. If we were -- if you had someone that maybe
25 had done contracts before, attorneys, doctors, that sort of

1 thing, they would read all of their paperwork before
2 signing. The average homeowner would go ahead and sign
3 first. I would sum up the installation agreement, as far
4 as everything that they were signing before they signed.
5 And, then, you know, let them know that they would get a
6 copy of everything that they did sign, and any questions
7 that they had, that they were more than welcome to ask me
8 before signing.

9 Q. Did Solar Titan ever offer any promotions to
10 try to get a deal closed?

11 A. Yes.

12 Q. Okay. Can you tell me a little bit about
13 that?

14 A. At one point in time they offered \$2,500
15 cash back.

16 Q. Okay. How did that work?

17 A. So, basically, upon the panels getting
18 installed on your roof, after that, approximately five to
19 six weeks after you would be mailed a check in the amount
20 of \$2,500. Then you could do whatever you want with that.
21 A lot of sales rep spun it around to where, Oh, well, you
22 can use it towards your payments or whatever. They were
23 able to use it however they wanted.

24 Q. Just sort of like a rebate check?

25 A. Uh-huh.

1 Q. And this came directly from the company or
2 from the manufacturers?

3 A. No, the company.

4 Q. Was there ever a situation where somebody
5 was offered the \$2,500 promotion but they didn't get it?

6 A. Yes. So they would have to call in, and
7 sometimes I got those calls. Obviously, if we tracked back
8 and they never did get it, I made sure that that check was
9 cut -- or written and cut and sent out to them.

10 Q. Did anybody ever receive a check that didn't
11 clear?

12 A. Yes.

13 Q. Can you tell me a little bit about that?

14 A. I did not deal with that customer directly.
15 So it was one of my sales managers, his customer, that said
16 that he finally did get his check and it did not clear. It
17 bounced.

18 Q. You don't know how that ended up getting
19 resolved or if it did?

20 A. (Shakes head side to side.) I said, They
21 need to call the office and they need to let them know that
22 it did not clear.

23 Q. What about -- you mentioned earlier
24 something about how Solar Titan would advertise that the
25 government is giving away money for solar systems?

1 A. Tax credits, yes.

2 Q. Tax credits. Okay. Can you tell me a
3 little bit about that?

4 A. I wasn't in charge of the marketing in the
5 advertising part. I would only get feedback from the
6 homeowners that said, A, I watched your ad on YouTube and
7 it said this, or I watched your ad on Facebook and it said
8 this. So if they had -- basically if they had that and
9 they could retrieve it... But, yes, some of the verbiage
10 in those (Zoom distorting) could be misleading.

11 COURT REPORTER: I'm sorry. You broke
12 up a little bit on that. You said some of the verbiage on
13 those --

14 THE WITNESS: Could be misleading.
15 Could be interpreted the wrong way.

16 COURT REPORTER: Thank you.

17 BY MR. KEEN:

18 Q. What do you mean by that? Why do you think
19 they were misleading?

20 A. They could be perceived as misleading
21 because, yes, technically, the government, you know, your
22 system would qualify for that tax credit. That doesn't
23 mean everyone would qualify. If you are not working and
24 you are not paying anything in to the IRS, do you think the
25 IRS is going to give you any money back? Probably not.

1 Technically, it's a nonrefundable tax credit, meaning they
2 are not just going to cut you a check for X amount of
3 dollars; right? You have to have the liability.

4 So the advertising you know it -- I see both
5 sides to the coin. You can't explain 150 percent of
6 everything on these ads, but at the same time maybe the
7 verbiage could have been, you know, portrayed a little bit
8 differently. That way, people wouldn't automatically
9 assume that they are going to get 26 percent or they are
10 going to get this or they are going to get that back.

11 Q. Were the sales reps trained on how the tax
12 credit actually worked?

13 A. Yes.

14 Q. Okay. So were they able to explain to
15 customers, you know, whether or not they were eligible?

16 A. Yes and no. So we were very detailed
17 oriented when we are training these sales reps. You can
18 never say 100 percent you are going to get money back
19 because you are not a trained CPA. You don't work for H&R
20 Block. Our shirts do not say Jackson Hewitt on them;
21 right? We are not tax professionals.

22 So the way I basically dumbed it down for the
23 sales reps is that when you are talking to these people and
24 you are finding out about them and whether or not they are
25 still working or if they are retired -- if they are retired

1 and all they are getting is social security, don't even
2 bring up the tax credit. They are not going to qualify for
3 the tax credit. You are not going to say, "Oh, you qualify
4 for this. The government is going to give you this back."
5 You don't even talk about it. If they ask about it, then
6 at that point in time you can say, "Absolutely, there is a
7 tax credit, but if you don't work and you are not paying
8 any taxes in, the government is not going to allow you to
9 claim those tax credits. But, don't worry, we are going to
10 go ahead and discount your system." And, basically, I
11 would sell that system for less money just because I knew
12 that they would not qualify for the tax credit.

13 Q. Now, a lot of the advertisements I saw said
14 something along the lines that you were definitely going to
15 save 50 to 90 percent on your electric bill. Is that --
16 was that something that they had advertised the whole time?

17 A. I'm not for sure. You could save anywhere
18 up to 50 to 90 percent, depending. That depends on a lot
19 of things. That depends on the size system that you go
20 with, that depends on whether or not you live in a
21 netmetered state or not. Tennessee is not netmeter. They
22 are probably never going to be netmeter. And netmetered
23 means that any type of over production that your system
24 creates, your power company buys back. TVA doesn't really
25 do that. I think they have somewhat of a netmetering

1 program right now, but it's like two or three cents per
2 watt. So that's, more or less, wholesale. So they are
3 going to buy it from you wholesale and they are going to
4 turn around and sell it to you on the grid or off the grid
5 for retail. So that's why customers in the state of
6 Tennessee have to have a battery.

7 But, depending on -- you know, a lot of factors
8 determine on -- on savings and offset. You know, I know
9 customers in Kentucky that are absolutely saving probably
10 on an average of anywhere between 80 to 85 percent on an
11 annual basis. They got in when it was good. They got in
12 when it was retail for retail, full netmetered. So
13 whatever you overproduce and send back into the grid, that
14 power company is giving you one for one, which is pretty
15 nice. They are very happy with their systems.

16 Then, I know of people down in Tennessee that
17 absolutely were not happy until they got a battery, because
18 they were giving all their overproduction back into the
19 grid for free. So that part, really, it depends on the
20 homeowner. It also depends on their usage too. So a lot
21 of people -- Solar Titan had to change their verbiage on
22 their paperwork.

23 And it was on my recommendation, along with
24 Dale's recommendation, that a lot of people -- a big
25 misconception about going solar is once you go solar all

1 your electric is free. They start leaving on every light
2 in the house. They decide to put in a pool in the
3 backyard. They moved in their grandkids. Let's say one of
4 their kids goes through an unexpected divorce and they move
5 in their grown daughter and her four kids. Now, all of a
6 sudden, they are not saving anything and they are pissed
7 off and they are mad. And they think, Well, you know what,
8 Bob Solar told me I was going to save X amount of dollars
9 and it ain't changed. Well, when you go back and you pull
10 usage from the last 12 months versus this 12 months, well,
11 that's because you are using triple the amount of electric
12 that you were using last year.

13 So as long as those homeowners -- you know if
14 these homeowners are using the same amount on an annual
15 basis as they were on average that they were using the
16 prior 12 months, then it's not the homeowner's fault.
17 Then, it's probably the solar company. They either
18 undersized them, or it's a small possibility that the power
19 company is not crediting them enough if they are in a
20 netmetered situation. But that's all a part of problem
21 solving that a turnkey, complete solar company would do in
22 order to make sure their customer is getting the offsets
23 that they were promised, or they are finding out the legit
24 reason why they are not.

25 Q. I want to give Alicia the chance to ask

1 follow-ups on the questions that I just asked. And then,
2 after that, do you think maybe we could take a 30,
3 45-minute break for lunch?

4 A. Yeah. That's fine.

5 MR. KEEN: Is that okay? Okay. All
6 right.

7 MS. DANIELS-HILL: So I do have a few
8 questions. You mentioned that when you first started with
9 Solar Titan, for you to learn what a sales pitch looked
10 like you followed Jason and Craig to their --

11 THE WITNESS: Well I, followed -- I
12 went on a ride with Craig, and then I just -- I went on
13 sales presentations on my own to try and create the process
14 that I would be training and teaching and duplicating with
15 the sales team. I did go on a ride with Jason because he
16 was not selling. So I needed to know why he wasn't selling
17 to help him out. But as far as in the beginning, no, I
18 just rode out with Craig.

19 MS. DANIELS-HILL: So when you rode out
20 with Craig, you are talking about Craig Kelley, the other
21 owner?

22 THE WITNESS: Yes.

23 MS. DANIELS-HILL: When you saw him
24 sell, when you decided to start creating your own sales
25 pitch, did you change anything from what Craig's sales

1 pitch looked like to what you decided a sales pitch should
2 look like?

3 THE WITNESS: Yeah. I didn't use
4 anything he used.

5 MS. DANIELS-HILL: Why is that?

6 THE WITNESS: He uses -- he applies a
7 lot of pressure, and I just -- I wasn't really impressed
8 with the way he sold. I didn't like it. He was, you know
9 -- I'm not -- it just was not my style and I didn't feel
10 like it was a style that could be duplicated and
11 replicated.

12 MS. DANIELS-HILL: Did you have
13 concerns with how he was selling to customers?

14 THE WITNESS: Not necessarily. He
15 wasn't lying to the customer. It's just he wasn't -- he's
16 not a real warm and fuzzy type of person. He is not a real
17 people person. So I just -- he goes in and goes straight
18 for the jugular vein pretty much. He goes in and goes for
19 the kill immediately. That just wasn't my style.

20 MS. DANIELS-HILL: When you did the
21 ride-along with Jason, do you know who trained Jason before
22 you --

23 THE WITNESS: Craig. Craig Kelley
24 trained Jason, and Craig was very proud of that. He rode
25 around with me for three months, he said. And he said, I

1 trained him.

2 MS. DANIELS-HILL: What is Jason's last
3 name?

4 THE WITNESS: Horton.

5 MS. DANIELS-HILL: Then I wanted to
6 talk a little bit about the agreement that Sam went over
7 with you and you looked through. Did the sales rep usually
8 go over the front and then all the terms and conditions on
9 the back with the customer?

10 THE WITNESS: Just the front.

11 MS. DANIELS-HILL: Then you had also
12 talked about the language on the back that said that the
13 finance payments would start 60 days after installation.

14 THE WITNESS: Approximately, yes.
15 That's what it says.

16 MS. DANIELS-HILL: You said
17 installation means panels on the roof?

18 THE WITNESS: Correct.

19 MS. DANIELS-HILL: So that means not
20 necessarily working?

21 THE WITNESS: Yes.

22 MS. DANIELS-HILL: Did customers
23 realize that panels on the roof did not mean that they were
24 actually working?

25 THE WITNESS: No. So even on the front

1 side of the agreement, down here at the bottom, it says,
2 (BEGIN READING) If financed, homeowner agrees to confirm
3 with the finance company of the installation being complete
4 on the day panels are installed (END READING).

5 So that all was okay when, in the beginning, they
6 were doing complete installs, Alicia, which means that they
7 were doing the panels and they were doing the electrical,
8 which meant a quicker turnaround for everything to be done.
9 That means that what we were promising, as far as
10 expectations on the front end, were 9 1/2 times out of 10
11 correct. Because it was a complete install from the very
12 beginning, which meant a quicker turnaround time for
13 inspections and commissioning.

14 So that meant that before their first bill was
15 ever due, their systems were most of the time already
16 commissioned. If not, they were really close to it. And
17 if they called and said, "Hey, I got my first bill. It's
18 not commissioned yet" -- if I got those calls we would go
19 ahead and send them out, basically, a check in the form of
20 a month's payment.

21 MS. DANIELS-HILL: You said that was at
22 first, but then you testified before that then they changed
23 the installation so it was taking longer.

24 THE WITNESS: Yes.

25 MS. DANIELS-HILL: And you talked a

1 little bit about customers being double-billed, which was a
2 particular problem when they were trying to cancel their
3 contract, because they were getting a finance bill and
4 their full power bill. Is that a correct characterization?

5 THE WITNESS: So, double bills can mean
6 two things. So either their system was not up and
7 commissioned yet because they were not being installed all
8 the way in the beginning like they should have been. So
9 the financing -- the payments started before the system was
10 ever commissioned, meaning they would get two bills. One,
11 from the power company, a full bill, and then, obviously, a
12 full bill from the finance company for the solar. So
13 that's example 1 of being double-billed. Example 2 would
14 be if I cancelled within my three business days and because
15 you all don't have your crap together and you're not
16 cancelling me out, I'm still going to get bills from both.

17 MS. DANIELS-HILL: So were most
18 customers understanding that if their panels were on and
19 operational, their electric bill would be significantly
20 reduced?

21 THE WITNESS: Depending on the size of
22 the system they went with, yes.

23 MS. DANIELS-HILL: Sam mentioned that
24 in advertisements it was 50 to 90 percent, is what the
25 advisements said that customers would save?

1 THE WITNESS: Fifty to ninety percent
2 offset, yes. But the wording on that needed to be changed.
3 It needed to be, instead of (Zoom distortion) it needed to
4 be offset of consumption. Because these solar companies,
5 whether it's Solar Titan or whoever, does not have any type
6 of control over the fees and the taxes on their power bills
7 alone; right? Consumption, yes. So what they are using
8 and consuming, they do have control over, but the taxes and
9 fees, they don't.

10 So we came together as a senior leadership team
11 that, Hey, listen, the verbiage needs to be changed. It
12 needs to be you are going to offset up to 50 to 90 percent
13 of your usage or your consumption on an annual basis, not
14 necessarily the bill. Now, obviously, common sense says
15 that the less usage, the less you can be taxed on; right?
16 It's kind of like a cell phone bill; the only thing you can
17 be taxed on is your actual usage. You can't be taxed on
18 crap you are not using. So that's the same thing with
19 solar.

20 MS. DANIELS-HILL: So, to your
21 knowledge, it would not be accurate to say that every
22 customer would likely have a 50 to 90 percent savings
23 because you guys could not account for what the utility
24 company was actually charging in fees.

25 THE WITNESS: To word it like that, no,

1 it would not be good to do that.

2 MS. DANIELS-HILL: Then we talked a
3 little bit about the tax credit. I was curious because you
4 mentioned not every customer would be eligible for the tax
5 credit.

6 THE WITNESS: No, not every customer
7 would be eligible for the tax credit.

8 MS. DANIELS-HILL: Did sales reps
9 usually tell customers the amount that they would be
10 charged minus the tax credit, if it were applied to their
11 total charges?

12 THE WITNESS: The sales reps were
13 instructed to show both sides of that. So the gross
14 amount, the amount that the system itself qualified for as
15 a tax credit, and then the net cost of that solar system if
16 the tax credits -- or once the tax credits were applied.

17 MS. DANIELS-HILL: Did they do that
18 even if customers were not necessarily going to be eligible
19 for the tax credit?

20 THE WITNESS: I was not in every single
21 house, Alicia, so I can't say whether or not they did or
22 did not. I know that a best practice that I had, that I
23 tried to train the reps or the managers that I went out on
24 rides with when I was out in the field, that if you already
25 know that that person or that couple is not going to

1 qualify for the tax credits, don't even write them up. You
2 show the gross cost and then that's it.

3 MS. DANIELS-HILL: Was it a part of the
4 sales representative sales pitch in the pitch book?

5 THE WITNESS: I don't believe in the
6 pitch book it was a part of the sales pitch. It was the
7 system itself qualifies for this tax credit. So if you are
8 working, if you file taxes, then you can talk to your tax
9 representative about what you can claim. So it's a
10 one-time tax credit that you -- it will rollover for up to
11 five years. So whatever you don't use this year, you can
12 use it next year, so on and so forth. Most homeowners that
13 can claim the tax credit, usually are able to claim all of
14 the tax credit within the first two years; however, not
15 everybody is going to qualify for that.

16 MS. DANIELS-HILL: So part of why I ask
17 that is because I was actually curious when the last time
18 you may have seen a sales pitch book. So did you actually
19 create the sales pitch book?

20 THE WITNESS: I did not create the
21 pitch book. I wrote the pitch. I wrote the Anyway Money
22 Pitch and the -- and the closing sequence, yes.

23 MS. DANIELS-HILL: Who actually wrote
24 up the book from, like, how you framed the pitch? Who
25 actually created the book that was given to sales reps? Do

1 you know?

2 THE WITNESS: John Carroll and my
3 then-assistant, Tory.

4 MS. DANIELS-HILL: So would you be
5 surprised to learn if the sales pitch book did actually
6 have every sales rep break down the total amount absent the
7 -- or I guess with the sales tax credit subtracted from it?
8 It sounds like you didn't create it. Would you be
9 surprised to learn that that was actually what's in the --

10 THE WITNESS: No, that wasn't a part of
11 the process, but it's all in the verbiage. So we were not
12 -- I was not misleading in that verbiage of the tax
13 credits. I said, Listen, this system is X number of
14 dollars; right? So the federal government, you know, has
15 given, basically, a one-time tax credit for, you know,
16 solar systems. So when was the last time, you know, the
17 federal government ever offered to give us anything back
18 that we have paid in; right? Probably never, and they are
19 probably never going to do it again.

20 But at the time it was 26 percent. They bumped
21 it back up to 30; right? But it's a 26 percent federal tax
22 credit that your system qualifies for because the systems
23 do qualify for it. Doesn't mean the individuals qualify
24 for it. But, again, in training, these sales reps were
25 told not everybody is going to qualify for this, so you

1 cannot tell them that they are qualifying for it. They
2 have to go to a CPA to see if they qualify for it.

3 If I was doing the training or if I was doing a
4 follow-up training with reps, I would tell people -- the
5 reps -- to not even mention the tax credit if these people
6 were not working and qualifying for tax credits. If they
7 were not paying any taxes in, they should not even mention
8 the tax credit. Why? Because those people wouldn't get
9 it.

10 MS. DANIELS-HILL: So that was when you
11 were training. But you didn't actually train the sales
12 reps. It was John Carroll; right?

13 THE WITNESS: Yes.

14 MS. DANIELS-HILL: All right. So would
15 you be surprised --

16 THE WITNESS: I (Zoom distortion) them
17 to training.

18 COURT REPORTER: You what? I'm sorry.
19 Could you repeat that?

20 THE WITNESS: I said that's the way
21 that I positioned it to the trainers to train that part of
22 the sales pitch.

23 MS. DANIELS-HILL: But did you --

24 THE WITNESS: So don't even go over tax
25 credits if those people are on a fixed income and all they

1 are drawing is social security. They are not going to --
2 they are not going to qualify for that tax credit. So why
3 create for that homeowner a false sense of, A, hope, that
4 they are going to get something they are not going to get;
5 and, B, it would be also setting up a sales objection
6 because somebody is going to say, "Well, if I don't get
7 that tax credit, I'm not going to buy." So I'm not even
8 going to mention that tax credit to you because I already
9 know you are not going to qualify for it. I'm just going
10 to make sure that your payment is going to be something
11 that you can afford and that you are going to be able to
12 do, even without that tax credit, if that makes sense.

13 MS. DANIELS-HILL: So this is what you
14 suggested that the trainers say to sales reps, but you
15 don't have any way of knowing whether or not that is
16 actually how John Carroll trained the sales reps?

17 THE WITNESS: Correct. Now if -- all
18 of their trainings were supposed to be recorded so that I
19 could retrieve those, and I could look over them for
20 training opportunities for my trainers. But I had a
21 million other things that I was doing, so I rarely ever got
22 the opportunity to actually pull a training -- a past
23 training video to see if that was actually what they were
24 doing.

25 I do know that when I was getting the feedback

1 out in the field from customers or whatever, that I would
2 then do, basically, a follow-up training with the sales
3 reps that, Hey, this is what you need to do. This is what
4 you need to say, not this.

5 MS. DANIELS-HILL: So were customers in
6 the field telling you that their understanding was
7 different, that they were going to qualify for the tax
8 credit, but didn't.

9 THE WITNESS: Not all of them, but a
10 few of them, yes.

11 MS. DANIELS-HILL: Okay. It's
12 interesting, though, you said they were recorded. Were
13 those recordings saved somewhere?

14 THE WITNESS: I'm sure they were
15 supposed to have been, but, you know, there's a lot of
16 things that Solar Titan was supposed to do that they didn't
17 do.

18 MS. DANIELS-HILL: Your understanding
19 was that each training session was supposed to be recorded?

20 THE WITNESS: Yes.

21 MS. DANIELS-HILL: I think those are my
22 only questions. Sorry I've delayed your lunch break.

23 MR. KEEN: Thank you, Alicia. Let's
24 see here. Shawna, how long do you want to take a break
25 for? Do you want to say 1:30 or 2:30 your time? Is that

1 okay?

2 THE WITNESS: That's fine.

3 MR. KEEN: So it's 12:45 right now.

4 I'm going to stay on. I'm just going to turn my camera off
5 and put myself on mute; but, Shawna, if you do leave the
6 meeting, you should just be able to click the link and you
7 should join right back in.

8 THE WITNESS: Yeah.

9 MR. KEEN: All right. I will see y'all
10 back at 1:30.

11 (WHEREUPON, a luncheon recess was taken
12 at this time.)

13 BY MR. KEEN:

14 Q. We are back on the record for the sworn
15 statement of Shawna Helton in the matter of In Re:
16 Investigation of Ideal Horizon Benefits, LLC, doing
17 business as Solar Titan USA, LLC. Ms. Helton, you --
18 Shawna -- I'm sorry. I try not to be so formal. You
19 understand that you are still under oath?

20 A. Yes.

21 Q. Great. So when we left off, we talked about
22 how the sales agreements are done and how those are signed,
23 but you mentioned this earlier about how a lot of
24 customers, I think you said 98 percent of customers, use
25 financing to pay for the solar installation. So I want to

1 talk a little bit about how that is done.

2 My understanding is that the customer signs up
3 for financing contemporaneously, at the same time, they
4 sign up for the install itself. Is that right?

5 A. Yes.

6 Q. You mentioned a company called Solar Mosaic.
7 I understand that's one of the financing companies that
8 Solar Titan customers used?

9 A. It's Mosaic. It's not Solar Mosaic, but,
10 yes.

11 Q. Oh, just Mosaic?

12 A. Uh-huh.

13 Q. Do they use any other companies besides
14 Mosaic?

15 A. They use Sunlight Financial. They used a
16 company called GoodLeap. It used to be Loan Pal. They
17 used them at one point in time. They used a company called
18 Dividend. But Mosaic is their primary.

19 Q. Can you tell me a little bit about how the
20 customer gets signed up with financing? So, like, y'all go
21 to a home, a sale is made, the customer signs the install
22 agreement, and then tell me how they get -- how they make
23 --

24 A. So at the same time they are signing the
25 install agreement, they are filling out a loan application.

1 Q. Okay.

2 A. And then at that point in time, the sales
3 rep gets on the financing portal.

4 Q. Uh-huh.

5 A. And uses the information that they got from
6 the loan application to apply for financing in that
7 homeowner's name, there in front of the homeowner.

8 Q. This is all digital as well; right?

9 A. Yes.

10 Q. Okay. And is it on the iPad, the same thing
11 that they sign, the tablet, the same thing that they use to
12 sign the install agreement?

13 A. Yes.

14 Q. Okay. The loan application -- I guess how
15 does the customer -- does the customer decide which company
16 to try to get financing with or is that just kind of --

17 A. No, the customer does not decide. It's
18 whatever lender that Solar Titan had available to them. So
19 Mosaic, they preferred Mosaic. As far as the preferred
20 lender of choice, Mosaic stips the least amount. What
21 "stips" means is basically -- Sunlight stippled really
22 heavily on homeownership proof, income proof, that sort of
23 thing. And Mosaic did not do that as heavily, so we were
24 always instructed to use Mosaic first to try to get
25 approval.

1 Q. What does "stipped" mean?
2 A. Stipulations.
3 Q. Okay.
4 A. They will run their initial credit check and
5 then if they want verification that that homeowner is
6 making X amount of dollars a year, they may ask for proof
7 of income, paycheck stub, W-2, things like that. If they
8 do a quick run through they may want proof of title, so
9 proof of homeownership, so whether that's, you know, taxes
10 for a previous year, deed, stuff like that. It's just
11 basically -- stip is the abbreviation for stipulation.
12 Q. It's like an industry term that's used to
13 describe the amount of background check that goes into
14 verifying a homeowner's creditworthiness?
15 A. Yes.
16 Q. Okay. Now, you said Mosaic did the least
17 amount of stip, which, I guess, means maybe they weren't as
18 rigorous about confirming information?
19 A. If -- as long as the customer's credit score
20 was a certain level and they didn't have any red flags on
21 their algorithms on their side of it, then, no, they did
22 not stip as heavily. But Sunlight did because Sunlight
23 wasn't an actual -- they were just a broker. So Sunlight
24 -- a lot of times you are financed through a third party.
25 Sunlight just -- it was, basically, the hub and then they

1 kind of brokered you out to whatever finance company. So
2 that's why they stopped heavy, is because different finance
3 companies that they were selling these loans to required
4 more information, whereas Mosaic funded their own.

5 Q. Okay. So Mosaic was an actual lender.

6 Sunlight was just a broker?

7 A. Yes.

8 Q. What type of lenders did Sunlight use?

9 A. Credit unions, different banks. That's
10 pretty much all I kind of knew, and all I was privy to
11 know.

12 Q. So Mosaic really, it sounds like, as long as
13 you had a certain credit score Mosaic didn't really do much
14 income verification?

15 A. Correct, up to a certain amount of, you
16 know, loan.

17 Q. Okay. Do you know what that amount was,
18 what their threshold was?

19 A. Not on what they required stipulations for,
20 no. They would do a loan up to like a hundred and -- I
21 think at one point in time it was a hundred thousand.

22 Q. A hundred thousand principal?

23 A. Yes.

24 Q. Okay. And so let's go back to sort of -- so
25 the customer uses the sales rep's tablet to put their

1 information into the loan portal and see if they qualify
2 for a loan. The preference was Mosaic. So once they found
3 out -- and I assume that's -- is that more or less an
4 instantaneous thing, like, whether or not they qualify --

5 A. Yes.

6 Q. -- they just -- okay. And they get a
7 return... Okay.

8 A. Yes.

9 Q. So once the homeowner qualifies, what are
10 the next steps?

11 A. The sales rep puts in the size of the
12 system, the amount, all of that kind of thing, and then
13 loan docs are generated. To the pre-approval goes straight
14 to the homeowners's email address, the homeowner opens up
15 the email, clicks the hyperlink inside the email to
16 basically proceed with the loan process.

17 Q. Okay.

18 A. And then loan docs are generated immediately
19 online. So the homeowner is directed to, basically, create
20 a user name and password on the Mosaic portal. That way
21 they can log in, they can check on payments, they can make
22 payments, they can pay it off, they can get a copy of
23 everything that they signed. So, basically, you know, it's
24 just their online portal to get any information and make
25 payments and that sort of thing that they want in the

1 future. So then they sign everything via DocuSign and then
2 an e-mail copy is sent to their email address, as well as
3 it's on their online portal with Mosaic and they can check
4 that at any point in time.

5 Q. What if the customer doesn't have an e-mail
6 address?

7 A. So if a customer doesn't have an e-mail
8 address, the sales rep would help that customer create an
9 e-mail address. Obviously, they would write down that
10 email address for them, their password, put it on their
11 actual phone. That way they can access that email. But
12 9 1/2 times out of 10 that homeowner had an e-mail address.

13 Now, if a customer didn't want to create an
14 e-mail, then the alternative if they still wanted the solar
15 was Mosaic would have to send them the hard copy for them
16 to sign through snail mail and send that back, obviously.
17 So it was a longer process.

18 Q. Right. Okay. So the homeowner goes to the
19 portal, gets approved, loan docs are generated, they sign
20 those, they send those back. Then the loan company, let's
21 just say Mosaic just for ease and convenience, so Mosaic
22 then, I understand they don't actually send money to the
23 consumer who got the loan. They send money to Solar Titan.
24 Is that right?

25 A. Yes.

1 Q. Okay. How much money is sent to Solar Titan
2 just for them signing the loan?

3 A. Nothing until the bill of lading has been
4 approved. So that's where I was talking about as long as
5 that customer signs or cancels within that three business
6 days, the loan is normally just cancelled out. Now,
7 homeowners that are wise, they will go ahead and call
8 directly to Mosaic to cancel directly with them. Mosaic is
9 supposed to go ahead and let them out within that three
10 business days. But if they have been pushed forward with
11 the bill of lading, it gets a little more complicated
12 because then the -- Solar Titan has to release them.

13 Once a bill of lading has taken place, I believe
14 the way I have been told, and the way I understand it now,
15 is 50 percent of that deal is funded up front. So the CED
16 would get 25 percent, basically, for that project, because
17 the whole idea of the money being funded up front is so
18 that the solar installer can buy the product. But where
19 Solar Titan was buying their stuff in bulk, CED was
20 probably giving them that 25 percent, and then Solar Titan
21 was taking 25 percent up front. So 50 percent of the deal
22 would be funded up front.

23 Q. Okay. But Solar Titan, having already
24 purchased the inventory in bulk, they basically just
25 assigned 25 percent of the loan to CED?

1 A. That's the way it was supposed to go. The
2 way that they were working it out with CED, who knows?

3 Q. Tell me, you used the term called bill of
4 lading. What does that mean?

5 A. It's an invoice terminology that I'm still
6 trying to figure out. Basically, the bill of lading, which
7 means that they have ordered the panels and the product
8 needed to fulfill that order.

9 Q. Is it --

10 A. So -- go ahead.

11 Q. Is it just like a representation to the --
12 from the seller to the lender that the product has been
13 ordered?

14 A. Yes.

15 Q. Okay. Is there a time when that -- when
16 that first representation, that bill of lading, is there a
17 time when that is supposed to occur?

18 A. I guess I would say within the first week to
19 two weeks after it is purchased. So normally the way they
20 should do it is after their right to rescind or their right
21 to cancel has lapsed, then at that point in time they could
22 push that forward at any point in time that they wanted to,
23 to go ahead and get funded so that they could buy or front
24 the cost of the installation.

25 Q. But they were pushing bills of lading?

1 A. Immediately.

2 Q. You touched on this a little bit earlier,

3 but you said they had hired a woman to come in at like 7:00

4 in the morning?

5 A. Yes. When she was working from the office,

6 she would come in as early as 7:00 in the morning.

7 Q. And her --

8 A. -- to go ahead and run everything from the

9 day before.

10 Q. Okay. Her role was to take install

11 agreements that were signed the day before and do what?

12 A. And push them through. Go ahead and push

13 them through, as far as the financing goes. Push them in+

14 bill of lading approved.

15 Q. Did this woman also work on the weekends?

16 A. From what I understand she worked from home

17 as well, so, yes, she was working all the time.

18 Q. Why did they hire someone to come in and

19 push these bills of lading through?

20 A. So they could go ahead and get funded up to

21 50 percent of that deal.

22 Q. I mean, to me, it don't seem like a big deal

23 to wait three days.

24 A. Me either. I would wait. I would rather

25 wait. I don't want to get money and then have to have that

1 money taken back out of my account, would you?

2 Q. I would not. That's why -- that's why I
3 don't understand. Seems like a bad business decision, but
4 it also seems like they were very persistent --

5 A. They were robbing Peter to pay Paul every
6 single week.

7 Q. What do you mean by that?

8 A. Well, they were taking money from these
9 deals before they were even out of cancellation to go ahead
10 and pay for installs that should have been taken place from
11 before, if that makes sense.

12 Q. Uh-huh.

13 A. Because they got greedy.

14 Q. So you think that they were using money from
15 new installs, meaning people that had just signed up, they
16 were using that money to fund installs that should have
17 been completed a long time ago?

18 A. Yes. What I mean by "fund" is everything
19 from payroll to sales reps to installers to lease payments.
20 I mean, the building that they are in right now, Craig
21 boasted to me that used to be Whirlpool's executive office,
22 and he said their rent was something astronomical, close to
23 \$100,000 a month. That's ridiculous.

24 Q. Yeah.

25 A. That's absolutely ridiculous. And, you

1 know, that on top of just all of the other overhead that
2 was unneeded and unnecessary. And then they -- then that's
3 why I feel that they were truly taking profits weekly that
4 weren't net profits, that was gross profits, and they were
5 drawing that, as far as their pay, weekly.

6 Because when he would tell me what payroll was
7 for sales, I was, like, There's no way payroll for sales
8 was a million a month or whatever. Because I know when I
9 was getting paid, I know what my sales reps were not
10 getting paid, and I knew what my trainers were making.
11 There's no way that sales payroll was a million or a
12 million and-a-half or whatever a month.

13 They were taking their profits from, basically,
14 an override, probably, from what sales was making and at
15 the end of the day, up until I left, sales was the only
16 department that wasn't super struggling. So in March --
17 March timeframe, February/March, that's whenever I started
18 really learning about how far behind sales payroll was and
19 how wrong they were doing my sales reps.

20 So when I brought it to their attention and I
21 told the sales reps that whatever we needed to do as a
22 company we would do to make it right and everybody would
23 get paid everything that they were owed, well, they didn't
24 want to do that. They changed the payroll. They changed
25 the comp plan, the sales compensation plan, without the

1 sales reps even knowing it. That's against the law. I
2 mean (Zoom distortion) --

3 Q. So, let's see here. What was the initial
4 compensation? Let's start with that and then let's talk
5 about when it got changed and what it got changed to.

6 A. It's changed so many times, Sam, it's not --
7 it's not funny. When I first got there it was 5 percent.
8 And then it was, Oh, no, we can't pay a 5 percent. That's
9 too much. It's going to go to 4 percent. And then from 4
10 percent to 3 percent, and then it went from 3 percent to 2
11 percent. I didn't know about that. That was last year.

12 So then whenever I lost all these people in
13 Kentucky, and they were saying Solar Titan was just getting
14 greedy and they were screwing everybody, including the
15 customer, that's when I had a heart-to-heart with Craig.
16 And I said, Listen. I said, When 85 percent of my sales
17 reps can't pay a light bill, I have a freaking problem with
18 that. And I said, If you don't have a problem with that,
19 Craig, maybe I'm working for the wrong company. I need to
20 rethink working for you because I can't lay my head down at
21 night knowing my sales reps are struggling to pay a hundred
22 dollar light bill and put gas in their car to go run these
23 appointments that are making these people super mega
24 fucking rich. Pardon my French.

25 Q. That's okay.

1 A. I got really mad.

2 Q. No, I understand. That would make me mad
3 too.

4 A. So they changed it back to the 5 percent,
5 and it was 5 percent off of 82 percent of the sales. So,
6 basically, they took off, I think, 17 or 18 percent for
7 overhead costs. That's understandable. Then they changed
8 it sometime in January of this year. I didn't know about
9 it. My head trainer, John Carroll, didn't know about it.
10 That's why John Carroll came to me sometime in the
11 February/March timeframe and said, Why did you change the
12 comp plan for these sales reps and not tell me? I said, I
13 don't know what you are talking about. I didn't change
14 nothing. I also illustrated this in my resignation email
15 as well.

16 Long story short, they changed it to where these
17 sales reps were not getting paid -- before, it was two
18 weeks after they sold it they would get the first 50
19 percent with their paycheck, to two weeks after glass on
20 the roof, which was the installation, they would get their
21 final 50 percent. That's the way it was supposed to be.
22 They changed it to where they weren't getting their first
23 50 percent until after the glass was on the roof, and then
24 their final 50 percent wouldn't come until after the
25 electrical was done, something crazy like that. That means

1 that these sales reps were selling for two, three, four
2 months, and they weren't getting any money from anything
3 they were selling, because Solar Titan was so far freaking
4 behind on their installations.

5 Q. So they would sell one --

6 A. That's why -- technically, the way it should
7 work, Sam, if you were a sales rep for Solar Titan, you
8 sold today, okay? I'm going to pull up a calendar. If you
9 sold today on the 10th, that customer has three business
10 days, so the 11th, 12th, and the 13th. So it wouldn't even
11 come out of rescission until the 14th; right?

12 Q. Uh-huh.

13 A. So you would get paid probably two weeks
14 after that. So the 28th, at the latest, of this month you
15 would get the first 50 percent of that sale. Then after
16 glass was on the roof, which was typically pretty fast
17 because Solar Titan wants to get paid; right? You get paid
18 two to three weeks -- two weeks, usually, after glass was
19 on the roof.

20 So, technically, as long as you are selling two
21 to three a week, within 90 days you've got a full pipeline
22 and you were getting paid for pretty much, at least, a
23 couple of deals a week.

24 Q. Right.

25 A. You should be getting paid at least \$1,500

1 to \$2,500 a week within that first 90 days because your
2 pipeline fills up.

3 Q. Uh-huh.

4 A. But the way they were doing it, no. It was
5 taking two, three, four months before these people were
6 getting paid anything.

7 Q. If somebody --

8 A. So once I found that out; right?

9 Q. Uh-huh.

10 A. So that was in the February/March timeframe.
11 I confronted Sarah and Craig about who changed the -- who
12 changed the comp plan? They were wondering why Georgia
13 wasn't selling and why all these Georgia sales reps weren't
14 selling anything. Well, I want to know how many freaking
15 installations they were doing in Georgia? None. You want
16 us to go and sell, but you are not going to complete
17 anything.

18 Again, that's why I say, they were using today's
19 sales for last month's bills. They were constantly playing
20 catch-up because they had gotten so far behind the eight
21 ball because they were taking money that they should have
22 never taken, doing stupid crap that they should've never
23 been doing with that money.

24 Q. If a sales rep quit before they got either
25 their initial commission or the second half of their

1 commission, would they --

2 A. Solar Titan wouldn't pay them.

3 Q. Okay.

4 A. I'm owed probably, roughly, \$200,000 right
5 now.

6 Q. Of unpaid commission?

7 A. Yes.

8 Q. And your understanding is that other
9 salespeople who were paid on commission also are probably
10 owed commission?

11 A. It's not probably; they are.

12 Q. Okay.

13 A. And he was mad at me towards the end because
14 he was, like, you know, They should've given you an
15 immediate two-week notice and they should've done this. I
16 said, Craig, I said, Look at the comp plan. Look at your
17 offer letter. It's -- pardon my language -- I said, It's
18 shitty, but when you do crappy things to people you are
19 going to get crappy behavior. They have been trying to
20 draw out and bleed out their pipeline and get paid what's
21 theirs because, guess what? It's theirs. He says, Well,
22 no. Our attorneys say that the commission isn't earned
23 until the job is complete. I said, No, that is not true.
24 You know it, and I know it. I said, My commission is
25 earned when I drive 2 1/2 hours away from my hometown; I

1 sit in a house full of cats and cat piss from where that
2 homeowner hasn't changed the litter box in six months,
3 because I have been there, and I do a three- or
4 four-hour-long presentation, because it takes forever for
5 them to understand what we are doing, or maybe to say
6 "yes"; you get them to say "yes"; you get all your
7 paperwork signed; you drive 3 1/2 hours back. That's when
8 I've earned my commission, not six months later when you
9 finally decide you are going to install it.

10 Q. You --

11 A. It was the way for them to keep the money.
12 That's all it is.

13 Q. You mentioned that they get 50 percent once
14 the bill of lading is pushed. How do they get the rest of
15 the money?

16 A. Once the glass is on the roof. Once the
17 panels are up on the roof.

18 Q. Is that referred to as a "milestone"?

19 A. Yes.

20 Q. So it sounds like there are two milestones:
21 The first is getting the customer to sign --

22 A. Yep.

23 Q. -- and then the second --

24 A. M1 and M2.

25 Q. Okay.

1 A. Yeah. M1 is bill of lading proof, and M2
2 is, from what I understand, is once the glass is -- the
3 panels are up on the roof.

4 Q. Did there used to be three milestones?

5 A. Possibly, but I'm not for sure. Again, I
6 was not allowed on that side. I was never educated on that
7 side of the business. I was -- I was told my lane was
8 sales.

9 Q. Let's talk about that a little bit because
10 it seems -- I would think my vice president of sales would
11 need to know how every aspect of the business works?

12 A. You would think that.

13 Q. Well, tell me, it sounds like --

14 A. They told me enough -- go ahead.

15 Q. I was going to say, it sounds like they
16 tried to keep you sort of away from a lot of their -- how
17 they did business?

18 A. Yes.

19 Q. And why do you think that is?

20 A. Because I would not have approved of 95
21 percent of what they were doing, and then I would have
22 challenged them the way I was challenging them at the end.
23 I am all about numbers; I am all about production; I am all
24 about sales, because I'm a salesperson at heart; and, I'm
25 all about my money, but what I am more so about is a team

1 that I have helped recruit; I've helped to train, develop,
2 coach; and I have been out in the field with them; and I
3 have been on rides with them; and I have been all over
4 God's country with them on appointments that didn't show up
5 at the door, on appointments that should have never been
6 appointments, abandoned homes, you know, nobody there,
7 houses covered in trees. And these sales reps are driving
8 anywhere between 800 miles a week to 12-, 1300 miles a week
9 in their car, waiting and waiting and waiting for their
10 commission checks.

11 But, you know, when I used to be a sales rep,
12 because I have been in sales for a long time, I vowed that
13 I would never forget what it feels like to be a sales rep
14 and what it feels like to not have anything and be waiting
15 on that money. And I vowed I would never forget what it
16 feels like to have been lied to because I used to be a
17 sales rep. And I just -- I never wanted to be that. I
18 never wanted to be a boss like that, and I never wanted to
19 represent a company like that. In the beginning, they were
20 not like that.

21 And whenever I would go out on a sales
22 presentation as the VP of sales, because occasionally I
23 would have old homeowners that bought from me that only
24 wanted their referrals to go to me. Why? Because they
25 knew that I would treat them right and I would get them

1 done as soon as possible. I wouldn't take that commission
2 as the VP of sales. I would, basically, spiff that
3 commission out as a prize to a sales rep or a manager.

4 Towards the end, Craig said to me, he said, I
5 don't know why you keep giving away your commission. I
6 wouldn't (Zoom distortion) do that if I were you. I said,
7 Why wouldn't I? He goes, Well, that's your money. I said,
8 You know what? Perception is reality, Craig. These people
9 have to have hope, and they have to feel like their
10 leadership has their back, and that their leadership is
11 looking out for them. Because the happier your sales reps
12 are, the more bought-in that they are to you as a leader or
13 to you as a manager, the more they are going to do for that
14 company, the more they are going to do for themselves.

15 So that's why I would spiff out my commissions to
16 my sales reps, is because, A, I believe that when you care
17 more about the people in front of you, the money will come.
18 It just will. God knows what I need to provide for my kids
19 and what I need to provide for my family and I trust in
20 Him, that He is going to make sure I can do that. I was
21 just trying -- you know, I always tried to look out for
22 them. They weren't making a salary. They weren't -- they
23 didn't have a company car that they didn't have to worry
24 about gas. All of these people did. I didn't have to
25 worry about that.

1 Q. Well I can certainly appreciate that. You
2 know, I find it -- so -- let me ask this real quick.

3 Mosaic, were they the only ones that were doing, basically,
4 fully funding sales when glass was on the roof or were all
5 the -- was that kind of how --

6 A. I think that is a -- I think that's a
7 generalized way that solar lenders do it.

8 Q. I wonder why that is, because it seems like
9 if that's the standard for getting a project fully funded,
10 then the installer might not be motivated to complete the
11 install, meaning get the system operational. Was that an
12 issue at Solar Titan --

13 A. Well, I know that -- I would agree with yo'
14 on that. So the way that Mosaic started doing things
15 towards the end is they were doing spot checks. That if
16 these homeowners were not fully up and operational within
17 180 days, they would clawback 100 percent of the money.

18 Q. Oh, wow. Within 180 days of the contract or
19 within 180 days of panels on the roof?

20 A. (Zoom distortion) 180 days -- I'm not for
21 sure which one.

22 Q. Okay.

23 A. But within 180 days they were clawing back
24 100 percent of the money. Dividend, which was another
25 company that Solar Titan got approved with, I think, in the

1 end, ended up dropping Solar Titan, again, because just of
2 their practices. Solar Titan was not a company that they
3 wanted to associate themselves with.

4 Q. Did -- how did Mosaic confirm that systems
5 were operational?

6 A. They were contacting the homeowner.

7 Q. Was there any requirement that Solar Titan
8 make certain representations to the lenders in order to get
9 the next round of funding?

10 A. I believe, in the beginning, it was the
11 installation agreement had to be uploaded.

12 Q. Okay. What about --

13 A. (Zoom distortion.)

14 Q. Did Solar Titan ever have to, like, take
15 pictures of the inverter and send it to Mosaic --

16 A. Yes.

17 Q. -- in order to -- okay. Can you tell me
18 about that?

19 A. I only know that they had to take pictures
20 of the front of the house, with the mailbox in it to
21 confirm the home, the address of the home being installed.
22 I know at one point in time they were taking pictures of
23 both glass on the roof and the inverter.

24 Q. Who was in charge of sending those pictures
25 to Mosaic?

1 A. That would be the finance department, which
2 was Sarah Dorismar, Samantha Blaine, and whoever else that
3 they had in that -- in that group.

4 Q. You may not know this, and that's perfectly
5 fine. Were you ever aware of a time when pictures of
6 another house were sent to Mosaic, and they were basically
7 giving the impression that these pictures were associated
8 with the house -- a different house?

9 A. I had heard a rumor of that, but I do not
10 know that to be true. I wouldn't doubt it.

11 Q. What about the permitting process? Can you
12 tell me a little bit about who was -- I mean, I know that
13 Dale Roden was --

14 A. He oversaw that, but Jessica Powers did a
15 lot of that whenever I was there. So she was over Kentucky
16 at one point in time. There was basically a permitting
17 department for each state, you know, somebody else in that
18 department.

19 Q. I'll follow up on that a little bit later.
20 I want to go back to the financing a little bit. The
21 interest rate, was it always sort of a set interest rate,
22 or did the interest rate vary from customer to customer?

23 A. So -- and this was something else that Solar
24 Titan lied to me about. So they had a 6.99 interest rate
25 -- no, I'm sorry, not 6.99. I apologize. They had a 5.99,

1 and then a 4.99, but we were instructed to use the 5.99
2 because the 4.99 doubled in the dealer fee. So the 5.99,
3 as long as the customer -- oh, I'm sorry. It wasn't 5.99.
4 It was 6.29. What am I thinking? It's been a while since
5 I had to do their financing. I think it was 6.29 and then
6 it went to 4.99 and then, I think, later on they introduced
7 a 5.99. I can't remember. But it was a higher rate that
8 they got -- (Zoom distortion) -- basically, as long as the
9 customer chose to do ACH, they got it at whatever the lower
10 advertised rate was. I believe it was 6.29.

11 Q. Okay.

12 A. And then the sales manager, in order to get
13 the payment down to where it needed to be, could authorize
14 that sales rep to run a -- run it on 4.99 instead.

15 Q. Okay. What about the loan term? Was it
16 always the same for every customer or different for each
17 customer or different for each lender?

18 A. Well, it's whatever -- the standard was 20
19 to 25 years.

20 Q. Each lender, more or less, did 20 to 25
21 years?

22 A. Yes.

23 Q. Did -- were consumers aware because, you
24 know, 20 to 25 years at about 5 to 6 percent interest, you
25 are essentially going to be doubling the principal during

1 that time?

2 A. Uh-huh.

3 Q. Were homeowners aware that that's how the
4 financing ultimately -- how much that would cost them?

5 A. It was in their paperwork, so when they were
6 going through and signing, the Truth in Lending is fully
7 disclosed. The way that I trained reps to go over that
8 with customers is, you know, you got a 6.29, or whatever
9 that interest rate is, you know, just like anything, just
10 like when you signed up -- when you signed a mortgage on
11 your house, even if you got a 3 percent interest, through
12 the life of the loan, 30 years, you never pay anything
13 extra, you are going to pay almost double for that home;
14 correct? Yep. Would that change your mind about owning
15 your own home? Well, no. Okay.

16 If you take the full term to pay this note off,
17 and you pay nothing extra, you will pay almost double for
18 your system. So, one extra payment a quarter is only four
19 extra payments a year over the life of the note, if you can
20 do that consistently, you cut your term almost in half and
21 you cut your effective interest rate almost in half. But,
22 again, you have to do that in order to get it, otherwise,
23 you will pay this. Is that still better than what you are
24 going to pay over the life of paying a power company?
25 That's how I positioned it to people. So they were fully

1 aware that, yeah, if you take forever to pay it off, it's
2 the same thing with buying a car or buying a house. You
3 finance anything, you take the full term to pay it off,
4 unless you've got a zero percent interest or a 1 percent
5 interest, you are going to pay -- you are going to pay some
6 interest.

7 Q. Did customers ever pay just cash, like just
8 out of their own --

9 A. Yes.

10 Q. Okay. How did that process work?

11 A. So if a customer was adamant about paying in
12 cash we had special financing terms with Mosaic that they
13 could do zero percent interest and zero payments.
14 Basically, it was deferred interest and deferred payments
15 for 12 months.

16 Q. Okay.

17 A. Right. The way that that worked is, A, it
18 gives you 12 months to leave your money in the bank, let it
19 grow or, you know, have time to move your money around. If
20 you do not pay it off within those 12 months, that interest
21 goes back to day one of the note, and it's compounded. So
22 then the payments go up to something crazy, the interest
23 rate goes up to 28, 29 percent. It's ugly. You don't want
24 to do that. So that was the route that some homeowners
25 went with. The other route was, Hey, listen, I'm a good

1 old boy or a good old gal and I don't believe in financing
2 anything. I'm just going to give you a check. So the way
3 that that would work is 50 percent was due up front, and
4 then 50 percent was due when the install crew came out and
5 put panels on your roof.

6 Q. How did Solar Titan go about collecting
7 those self-pay customers?

8 A. So if the sales rep was in Knoxville, they
9 could either drop that payment off to the office -- but we
10 had a process to where the sales manager was to collect
11 that money from the sales rep and they were to go to the US
12 Bank, a branch near them, and they were supposed to deposit
13 that into an account that Solar Titan instructed us to do
14 so.

15 Q. Do you know if this account was a Solar
16 Titan account?

17 A. I don't know. It was led to us to believe
18 that it was.

19 Q. Did you ever -- did you ever see the name on
20 the account?

21 A. No. I wasn't allowed to see that.

22 Q. Whenever -- if you did get a check, a
23 self-paid check, was there any pressure put on you to
24 deposit that quickly?

25 A. Yes, within 24 hours of it being written.

1 Q. Is there a reason for that?

2 A. Well, the same reason they pushed Samantha
3 to get Mosaic processed within 24 hours. They needed the
4 money.

5 Q. Because I would think --

6 A. Well, for them, for the check payments, it
7 was to make sure the check would clear, supposedly.

8 Q. Yeah, but I would still think that they
9 would want to hold on to that check for three days before
10 they --

11 A. Well, you would think so, yes. But they
12 don't do everything that they should be doing or else they
13 wouldn't -- you wouldn't be investigating them right now.

14 MR. KEEN: All right. Well, Alicia, do
15 you have any questions about the lending stuff?

16 MS. DANIELS-HILL: Yes. I have a few
17 questions. Let me go back a little bit. So you had
18 mentioned that Mosaic was given preference in applying or
19 helping customers apply for financing with fewer
20 stipulations. What about Dividend and GreenLeaf? Did they
21 have fewer stipulations than Sunlight as well?

22 THE WITNESS: Dividend had more
23 stipulations on the back end, with more checks and balances
24 for the installer, to make sure that the installer was
25 actually doing what they should be doing for that

1 homeowner. Because as long as the installer is doing
2 everything they should be doing, that means better loan
3 performance for that loan company; right?

4 Because if you buy a solar system from me,
5 Alicia, and it's doing everything that I'm telling you it's
6 going to do, and you are installed when I tell you it's
7 going to be installed, you are going to be happier on the
8 norm; correct? Which means, guess what? You are going to
9 pay your loan on time every single month. That's better
10 loan performance.

11 So Dividend, because of all of the shadiness,
12 right, had more checks and balances for the installer, not
13 for the homeowner. So Solar Titan did not like that
14 process, so they didn't want to go through Dividend.

15 MS. DANIELS-HILL: What about
16 GreenLeaf?

17 THE WITNESS: GreenLeaf? You mean
18 GreenSky? I'm not for sure who they -- I don't know if
19 they were going through GreenSky or not. All I know is
20 Mosaic had the least amount of stipulations for the
21 installer; right? So they were funded quickly, they were
22 funded more up front than these other lenders. That's why
23 Mosaic was given preferential -- or that's why we were
24 instructed to go through Mosaic first. I believe, and I'm
25 not for sure, but I believe Dividend was pulled off the

1 table altogether. I think Dividend pulled out. They
2 didn't want the negative press.

3 MS. DANIELS-HILL: That's fair. They
4 also probably got tired of cancellations.

5 THE WITNESS: Yeah.

6 MS. DANIELS-HILL: The commission that
7 you were talking about that sellers were supposed to get,
8 you said it was 5 percent, then changed to 4 percent, 3
9 percent, and 2 percent. When we are talking about these
10 percentages, are we talking about a commission based off of
11 the total a customer would pay for the install?

12 THE WITNESS: Hold on just a second;
13 okay?

14 MS. DANIELS-HILL: Sure.

15 (There was a brief interruption and
16 discussion held off the record.)

17 THE WITNESS: Sorry. I'm in
18 Indianapolis waiting on a closing, a real estate closing.
19 So we are camping out at a hotel. So I apologize for that.
20 It was supposed to happen Friday and it did not happen
21 Friday. Because I had told Sam, initially, that we were
22 supposed to close then and that's why I could not do this
23 call on Friday. And, then, they pushed the closing out to
24 tomorrow. So, in any case, you know, the Golden Rule:
25 He who holds all the gold makes all the rules so...

1 So, yes, the commission for the sales rep was a
2 commission based upon whatever the sales price was.

3 MS. DANIELS-HILL: Then you said that
4 eventually Solar Titan changed sales rep commission to be
5 the other half of it wasn't paid until the system was
6 operational?

7 THE WITNESS: It was something like
8 that. It was 50 percent after glass on the roof, and then
9 the other 50 percent after the electrical was done and
10 inspected. So that's pretty much almost at commission
11 time, but a little bit before. But that timeframe, because
12 they were so far behind on their schedule, my sales reps
13 would have never gotten paid. And that's exactly what was
14 happening. They were not getting paid.

15 MS. DANIELS-HILL: I just wanted to
16 clarify that Solar Titan was getting paid by finance
17 companies as soon as --

18 THE WITNESS: Oh, yeah.

19 MS. DANIELS-HILL: -- the panels were
20 on the roof?

21 THE WITNESS: They were.

22 MS. DANIELS-HILL: So did they ever
23 explain why they would delay paying a sales rep if they
24 have already been fully funded when panels were on the
25 roof?

1 THE WITNESS: They denied it. They
2 denied ever changing it, Alicia, but I know that they did
3 it. They changed it because the verbiage in the offer
4 letter -- because when I first confronted them when he
5 changed it their response was, literally, Well, I thought
6 you knew. You were there. You were there when we changed
7 it. I said, No, I wasn't. I wasn't there when we changed
8 it. And Craig so, Oh, yeah, that's right. You were sick
9 in January. You were really sick. But John Carroll was
10 there. He knows -- he knows when it was changed. I said,
11 No, John Carroll is the one that came to me and was mad
12 that it was changed and I didn't tell him. Neither one of
13 us knew. So then, Oh, no, somebody knew. They knew. He
14 knew. No, we didn't.

15 Then later on that afternoon I came back into
16 their office and I challenged them again. So it went from,
17 Well, we told you all to Well, we don't know who changed
18 it. They changed it because the verbiage was a
19 technicality -- it was a technical term that only somebody
20 that was familiar with Mosaic's banking terms --
21 terminology could -- would have known to put that in an
22 offer letter. And, those two, Craig especially has bragged
23 several times: Nobody dare do anything in this office
24 without -- he would say -- without my approval. This is my
25 company and I'm going to run it how I want it run, and

1 nothing gets done without my say-so or Sarah's. So, yeah,
2 they changed it, absolutely 100 percent. And --

3 MS. DANIELS-HILL: Then -- Oh, sorry.
4 Go ahead.

5 THE WITNESS: It's not a coincidence
6 that everybody -- these people that they would put in
7 charge of sales payroll would end up quitting. They could
8 never keep sales payroll. She or he would always quit. Do
9 you know why? I had a really good guesstimate of why,
10 because every week they would go over payroll to approve
11 payroll, and they would say, Oh, no, don't pay them on
12 this, this week. We can't afford that. You can't pay this
13 person on this, this week. These people that were in
14 charge of payroll got tired of it. They got tired of
15 having to lie to these sales reps every single week when
16 they would want to know why they weren't getting paid on
17 these deals. They would keep quitting.

18 MS. DANIELS-HILL: So who was it --

19 THE WITNESS: They would rather -- I'm
20 sorry?

21 MS. DANIELS-HILL: Who was it that was
22 saying that they didn't have enough money to pay -- like
23 would stop payroll from actually paying --

24 THE WITNESS: Sarah and Craig. They
25 ran everything, but they ran everything into the ground.

1 So someone that I know that's still working there just X'
2 out all of the salary, base pay for all of the sales
3 managers and all of the trainers out in the field. They
4 had the election to either go back to sales rep, which is
5 100 percent commission, which, by the way, they are not
6 even still paying commissions that they owe, or they can
7 quit.

8 Then I was told by a solar installer that he was
9 just called and laid off a couple of weeks ago, saying that
10 they are doing a massive reduction. They can't afford to
11 pay people. But, you know what? You play stupid games you
12 win stupid prizes. If they would have just done people
13 right, and what I mean by people, their customers and their
14 employees, they would be one of the biggest solar companies
15 -- up and coming solar companies in the nation, but, no --
16 or at least in the southeast. They don't know how to do
17 people right. Greed, power, and control.

18 But when their own nephew is sitting
19 with me in Alabama, literally the same week I resigned, he
20 resigned. He resigned before I did. He sat down in my
21 office and we were talking -- or not my office, but our
22 office in Huntsville, and he was crying, a 30-year-old man.
23 He said, I can't look at these other sales reps and these
24 customers in the eye, and I can't lie to them. He said,
25 First I thought my uncles were doing something great. The

1 more I look into it, they are not. He said, Mike and Craig
2 have struggled all their lives, and they finally struck it
3 big.

4 It's kind of like the guy or the girl that wins
5 the lottery after never having money before and they don't
6 really know how to manage that money. They don't really
7 know how to invest that money, so they go out and they buy
8 a \$4 million house. Why? Because they have the cash to do
9 it. They buy the Lamborghini. They buy the yacht. But
10 they don't think about how much money in taxes and
11 insurance it's going to take to maintain that home and that
12 yacht and that Lamborghini. So they are broke within a
13 year. They have to sell everything and they have no money.
14 Why? Because they spent it as quickly as they bought --
15 they got it. But, he said, That's what they do.

16 They were buying a lake front -- part of the lake
17 down in Huntsville, Alabama, they bought a big, huge -- and
18 this is according to their nephew. They bought a house,
19 and it was a million-dollar home but it wasn't the kind of
20 home they wanted so they were going to bulldoze that
21 million-dollar home to build another million-dollar home.
22 Now, you tell me how that's smart. But yet they can't pay
23 their people. They can't get these installs done
24 correctly. That's what I have an issue with. That's what
25 I had an issue with.

1 But, you know, they had cut my pay a couple of
2 different times, and I had to argue with them on cutting my
3 pay prematurely. But yet you want me to still do all the
4 work; you want me to produce all of the results; you want
5 me to get all these managers up and trained out in the
6 field and all these sales reps; and you want your 20-plus
7 percentage, as far as your closing percent, but yet you
8 can't pay people? You can't install these jobs correctly
9 and on time? So where is all the money going?

10 MR. KEEN: That's the same question we
11 have?

12 MS. DANIELS-HILL: I did have another
13 question. You mentioned that the loan terms are about 25
14 years. What is the life span of the solar systems. How
15 long do these solar panels last for, usually?

16 THE WITNESS: So most of the solar
17 panels that we were using whenever I was there, had a
18 25-year production guarantee. So that means they were
19 guaranteed to produce at least 85 percent of the power that
20 they are producing right now, 25 years from now. But in
21 all reality, the panels themselves have a 40 to 50-year
22 life span. So there are systems that are fully operational
23 out in California, out in Nevada, out in Arizona that have
24 been in production for well over 35, 40-plus years that are
25 still cranking out power today.

1 So the system itself, there are no moving parts.
2 So, unlike a vehicle that has a motor, that has a'
3 transmission, that has brakepads that are to wear out,
4 there are no moving parts on a solar system. So the panels
5 themselves have a really long lifeline. The inverters have
6 about a 20-year life span. They have up to a 12-year
7 warranty. They have a 10-year manufacturer warranty that
8 you can buy an extra three to four years, whatever, for an
9 additional fee. The batteries have the least amount of
10 life span; so they have about a 15 to 18-year life span.
11 They have a 10-year warranty.

12 MS. DANIELS-HILL: What company is
13 offering the 25-year warranty on the panels themselves?

14 THE WITNESS: It's not a warranty.
15 It's a production guarantee. There is a difference. As
16 far as a warranty, most panels carry a 10-year warranty, a
17 manufacturer warranty. It's kind of like most cars only
18 have three to five-year warranty, right, or a hundred and
19 some thousand miles, whichever one comes first. Okay. So
20 they had -- most panels had a 10-year warranty, but a
21 25-year production guarantee.

22 The Hyundai panel had a 20 or 25-year warranty
23 and so did Qcell -- or not warranty, but production
24 guarantee. That just means that they are guaranteed to
25 produce at least 80, 85 percent of the solar -- or the

1 power that they are producing now. It's -- I think the
2 terminology is some kind of degradation something or other.
3 So they are only estimated to degradate about 10 to 15
4 percent over 25 years. It's pretty strong, as far as panel
5 goes.

6 MS. DANIELS-HILL: So what's the
7 difference between a guarantee and a warranty? If the
8 panels don't actually work for 25 years, what does the
9 customer do if the guarantee is not accurate?

10 THE WITNESS: So as far as the
11 guarantee, from what I understand, if they are producing
12 anything less than that 85 percent in that 25 years, the
13 panel manufacturer will replace those panels for that
14 homeowner. As far as warranty, it's anything that
15 manufacturally can go wrong with that panel. It's kind of
16 like a car, anything that manufacturally goes wrong with
17 your car. If you buy a Kia, under their warranty within
18 that 10 years or 100,000 mile warranty, you know, they
19 would replace whatever part is faulty in that vehicle
20 that's covered under that warranty.

21 So any act of God, i.e., hurricanes, tornados,
22 tsunamis, whatever, right, hail, a hailstorm, anything that
23 your homeowner's insurance would cover would also cover
24 those panels as well, that system.

25 MS. DANIELS-HILL: I want to just kind

1 of get a good glimpse of what your weeks looked like
2 because you have described doing quite a lot. You have
3 described going on ride-alongs, helping managers improve
4 sales percentages, completing saves, even responding to
5 unhappy customers, and you were trying to make that right,
6 which that is quite a lot. Will you talk about your week
7 normally, and what that looked like, including how many
8 days you were actually able to make it into the office each
9 week?

10 THE WITNESS: Technically, I was
11 supposed to be in the office every day, but if numbers were
12 down, I would be in the office on Monday and Tuesday, and
13 then I would be out in the field Wednesday through Friday
14 or Wednesday through Saturday, whatever was necessary. So
15 I lived in London, Kentucky, so that's about an hour and 48
16 minutes, to be exact, to get from my house to Solar Titan's
17 parking lot in West Knoxville. So I would leave my house
18 by 6:00, 6:30 in the morning, at latest, to be there by
19 8:30, 8:45, whatever. And I would work a full eight, nine
20 hours, and then I would leave and go home. That's normally
21 the way I was supposed to work.

22 If I was out in the field, I will be out in
23 Huntsville; I would be in Georgia, I would be in Nashville,
24 or I would be in Lexington or Louisville, however long I
25 needed to be. Now, if it was Lexington, I would just leave

1 from my house. I would not check into a hotel. But if I
2 was anywhere else, I would be checking into a room. And
3 then I would be gone from anywhere between two to three
4 days to a week at a time. And I would be away from my
5 kids.

6 While I was out in the field, I would try to do
7 -- I would try to handle customers that were unhappy. I
8 would just call them over the phone. I would try to do
9 cancels remotely over the phone. But I would do
10 ride-alongs with these sales reps and managers. I would
11 host what we called good-to-greats, which was, basically,
12 training sessions, little follow-up training sessions. We
13 had satellite offices in every territory that we had. So I
14 would go into those satellite offices and make sure that
15 they were stocked up with the supplies that they needed,
16 basically three-packs (phonetic), training materials, pens,
17 whatever that they needed.

18 MS. DANIELS-HILL: So when you talk
19 about being in the field versus going in the office Monday
20 and Tuesday, towards the end of your employment were you so
21 max'd out from trying to address so many issues, that you
22 were typically going to have to be in the field?

23 THE WITNESS: Yes. And, actually,
24 right before I left, probably a week, two weeks before I
25 left, Craig was waiting for me to pull into the parking

1 lot. He met me out in the parking lot, and he was beside
2 himself. He was -- he was saying, Oh, my gosh. You know
3 these lenders -- and he would always sugarcoat it as it's
4 somebody else's fault, not their fault. They are getting
5 really tight on this or that. We are going to need you out
6 in the field all the time. You are going to have to do
7 what you were doing when we first started in order to get
8 this company where it needs to be. The company cannot
9 operate under a 20 percent close.

10 I had just let him know that my dad's cancer was
11 back and that he was diagnosed with -- well, the cancer had
12 spread to his spinal cord and his (inaudible). And I was
13 told there in front of Sarah and him that Sarah's dad had
14 battled some type of illness or disease, and he said, Yeah,
15 well, Sarah's dad had the same thing. I said, Oh, my gosh,
16 Sarah, I'm so sorry. How is he doing now? She goes, He
17 didn't make it. He died. I didn't know that.
18 I said, Wow, I'm so sorry. And Craig said to me very cold,
19 he said, Yeah, but Sarah knew what she needed to do to make
20 this company run so she was here every single day, even
21 though her dad was dying. Basically, implying, screw my
22 dad, screw what I needed to do, that I will do everything
23 that I have to do for that company. Sarah just looked
24 down. She didn't even want to make eye contact with me
25 because she knew he was lying, and she knew that was way

1 cross the line.

2 So that, in combination with everything else that
3 they were doing, why am I going to bust my ass for a
4 company that could care less whether or not their sales
5 reps eat, whether or not their installers eat? All they
6 care about is whether or not they can make the yacht
7 payment. I'm good. I don't need that. I was already
8 getting five to six days (Zoom distortion) --

9 COURT REPORTER: I'm sorry. Could you
10 repeat that? You were already getting five to six days?

11 THE WITNESS: Yeah, I was.

12 COURT REPORTER: I'm sorry. I didn't
13 hear what you said after five to six days.

14 THE WITNESS: I don't know. I don't
15 know what I said. I already was giving five to six days.

16 COURT REPORTER: Oh, giving. Okay.

17 THE WITNESS: For a company that could
18 care less whether or not the sales reps were getting paid
19 right and on time, and whether or not the installers were
20 getting paid right and on time, and whether or not these
21 homeowners were getting what we were even promising them
22 out in the field. All they cared about was whether or not
23 they got paid. That's it. They didn't even want to pay
24 for -- these managers and these trainers out in the field,
25 they didn't want to pay their gas. You want me to do 10 to

1 12 rides a week with these sales reps, but yet you don't
2 want to give me gas money when it's \$3.00 a gallon and
3 \$4.00 a gallon for gas?

4 But you know what their consolation prize was?
5 Fifty dollars a week. Everybody got \$50 a week to go
6 towards gas. You know what I told them? I said, You know
7 what? That's really hypocritical to come from two owners
8 that drive Teslas and they drive less than 10 minutes to
9 work every day. When was the last time either one of you
10 all had to pay for gas? So you can forget how much money
11 it takes to run a thousand miles a week in your car at
12 \$3.50, \$4.00 a gallon of gas. A lot of freaking money.
13 Well, we are giving them each \$50 a week. That's enough.
14 No, it's not. That's not even enough for one tank of gas
15 now. Now an average tank of gas is \$80 to \$100 a tank, at
16 regular unleaded, not counting the wear-and-tear on my
17 tires, on my brakes, and my oil changes that I have to do.
18 But that, in combination with not getting paid and not
19 getting paid on time, equals a very pissed off, unhappy
20 sales or upper management. That's what that equates to,
21 very piss-poor morale.

22 When I told them what would help morale, pay
23 everybody -- pay everybody up-to-date what you owe them.
24 Since you all say that you all didn't change the pay plan
25 and you don't know who changed the pay plan, then you know

1 what? Change it back. Fix it. Fix all of their pay. You
2 will see an immediate upswing in morale. But their
3 philosophy and their thought process as a sales rep is, why
4 should I sell anything else for you when you don't even pay
5 me what I am already owed? Why am I going to allow you to
6 go further in debt with me and owe me even more money than
7 what you owe me right now? You know why they all didn't
8 quit? They were holding on hoping, A, it would get better,
9 and, B, they knew if they quit Solar Titan wouldn't pay
10 them anything, nothing.

11 The day before I left, I got an e-mail. I was
12 cc'd in on an email to payroll from a sales rep in Atlanta,
13 Georgia. And the gist of the email was, please help me to
14 understand why my ADP statement says I'm only going to get
15 \$58 in my account tomorrow. You promised me I had two
16 deals coming. It's my little girl's fifth birthday party
17 this week, and I promised my wife I would help her with her
18 birthday party. Why am I not getting paid? She quit soon
19 after that. She got tired of (inaudible.)

20 MS. DANIELS-HILL: Did you need to take
21 a little bit of a break? I was going to tell Sam that was
22 my last question, but if you need a five-minute break or
23 so, just let me know.

24 THE WITNESS: I'm good.

25 MS. DANIELS-HILL: Okay.

1 BY MR. KEEN:

2 Q. Thank you. And I completely appreciate that
3 a lot of this is difficult to talk about. These folks, in
4 my opinion, hurt a lot of people, not just Tennessee
5 consumers, but their employees as well. It's really
6 disappointing that it has gotten so far, but hopefully we
7 can -- you know we will do what we can to try and make
8 things right. But I do appreciate you talking about this
9 stuff with us.

10 I want to talk a little bit about the permitting.
11 We don't need to get into the details. My understanding is
12 that, and just correct me if I am wrong here, a customer
13 signs up for a job, the first step into making sure the
14 install actually happens is getting a permit with the local
15 utility company that the customer lives in. Is that right?

16 A. Yes. So different -- different cities,
17 states, that sort of thing have different codes, different
18 permit laws. Some require a lot of permits, some don't
19 require any. So it just depends on where.

20 Q. Then once you get proper permits, then the
21 install process starts. And then once that finishes, more
22 or less, you apply to have the system inspected and then --

23 A. Correct.

24 Q. -- if that gets inspected and passed, then
25 you can flip the system on and it becomes operational?

1 A. You can tell the power company that, Hey, we
2 passed inspection. Here it is. And then, yes, they flip
3 it on.

4 Q. Now, the power companies themselves don't do
5 the inspection. That's usually the local Building and
6 Codes or State Fire Marshal's office?

7 A. Normally they are inspectors. Sometimes the
8 power company has their own kind of inspection, too, but
9 most just rely on the inspector.

10 Q. In order to get the first initial permits,
11 though, in order to start building, my understanding is
12 that Solar Titan needs to submit a drawing to Building and
13 Codes showing how the system is going to be set up. Is
14 that correct?

15 A. Most of the time, yes.

16 Q. Okay.

17 A. Depending on where it is going. So Sarah's
18 son was in charge of that.

19 Q. Okay. That was going to be my question.
20 Who was in charge of doing the drawings? You said Sarah's
21 son?

22 A. Yep.

23 Q. Is his name Matt Kirkland?

24 A. Yep.

25 Q. What are Matt Kirkland's qualification for

1 doing these drawings?

2 A. She put him in charge.

3 Q. Is he an engineer?

4 A. Not to my knowledge, no.

5 Q. Does he -- how old is he? Do you know?

6 A. Very young; about 21, 22, maybe 23.

7 Q. Has he gone to college?

8 A. Yes. So he does have a degree. In what, I

9 don't know. But, no, he is not an engineer because Dale

10 Roden signs off on their drawings.

11 Q. His name is Anthony Roden?

12 A. Yes.

13 Q. What are his qualifications?

14 A. He is NABCEP certified on the installer
15 side.

16 Q. Okay.

17 A. He had to take a test with NABCEP. Yeah. I

18 don't believe he is an engineer. I think he used to be --

19 he claims he used to have been an electrician, but I don't

20 know. So many people have lied about so many different

21 things, I don't know what to believe and what not to

22 believe. I can tell you what was told. That's it.

23 Q. But these drawings -- have you seen these
24 drawings before that they submit?

25 A. Yes, occasionally.

1 Q. Did you ever look at, you know, on the front
2 where it says, engineered by, and it has the name of the
3 person?

4 A. (Witness nods head up and down.)

5 Q. Did you ever sort of say, Hey --

6 A. By Solar Titan. It would only say, By Solar
7 Titan. It wouldn't say, By Matt Kirkland.

8 Q. Okay.

9 A. But he was the one doing it.

10 Q. What software did they use to do the
11 drawings?

12 A. I believe they used a company's software
13 called Aurora. So, yeah.

14 Q. Were there ever any -- once the install
15 started, are the installers -- do they -- do the people
16 actually doing the install, do they have any special
17 certification or qualifications?

18 A. No.

19 Q. Are they supposed to be overseen by somebody
20 with any special certification or qualifications?

21 A. In the very beginning, they had people that
22 had been trained in solar installations that were training
23 these guys. So a few of them, a handful of them, were
24 trained properly. But, again, at one point in time Solar
25 Titan had a great training process. They had an actual

1 mock, you know, installation, inverter, battery, all that
2 kind of thing actually set up in the warehouse for the
3 installers to go through training. And then they stopped
4 doing that.

5 They started doing on-the-job training. That's
6 when we started getting the really crappy reviews on
7 Google. So, again, sales was having to rebuttal and handle
8 a lot of these crappy installs because either they were
9 affecting the people that were doing the presentations
10 because these people, these customers, were googling our
11 reviews, or we were having to deal with the pissed off
12 customers on the phone, one of the two.

13 So I recommended, via text message that Solar
14 Titan buy a short-sell house, you know, a foreclosed home,
15 something that they could get relatively cheap, \$60-
16 \$80,000. They could put a news roof on it, make sure
17 electrical is up to code, and then they could install these
18 -- they could train these installers on a mock installation
19 and they could go through drills and they could learn how
20 to do these things before they are actually up on a real
21 customer's roof.

22 I was called immediately after that text and I
23 was told to stay in my lane, that on-the-job training was
24 best, and they didn't need any specific training. Not two
25 months after that, there was an installer down in Georgia

1 that drilled into a live breaker box and electrocuted
2 herself.

3 Q. I assume she was getting on-the-job training
4 when she did that?

5 A. Uh-huh. Oh, we fired her immediately. She
6 was told. How many times was she told? Twice. That's it?
7 So she had been on the job three days?

8 Q. And they had her --

9 A. She was told twice --

10 Q. -- drilling into breaker boxes?

11 A. Uh-huh.

12 Q. They had her drilling into breaker boxes
13 whenever --

14 A. Oh, yeah, she was on a live install in a
15 customer's house and electrocuted herself.

16 Q. She wasn't an electrician herself? She was
17 just -- what was she? Do you know? Did she have any
18 qualifications?

19 A. No. She was a brand new installer.

20 Q. Now, I understand that an electrician is
21 supposed to be pulling the permits, but is an electrician
22 actually supposed to be --

23 A. No, they don't have to be present. No, they
24 don't have to be.

25 Q. Okay.

1 A. The way I would do it, if it were me, I
2 would have an electrician or a journeyman that is
3 overseeing that new crew until they were fully trained on
4 how to do what they needed to do, before I ever let that
5 new crew on their own.

6 So given the fact that maybe an electrician
7 couldn't be at every single install, at least in the
8 beginning if you are going to do on-the-job training, you
9 hire an electrician or a journeyman to go through that
10 process with that install crew until they know exactly what
11 the heck they are supposed to be doing, and they are
12 trained properly by an electrician or a journeyman on what
13 needs to be done, and then spot checks after that. That's
14 the way I would do it. But that's -- and that's the way I
15 suggested, but they didn't want to do it my way.

16 Q. This young lady that drilled into the
17 breaker box, is she okay now? Do you know?

18 A. They told me she was, but then they also
19 told a lot of lies. I did hear that they fired her
20 immediately. They fired that entire crew. So you tell me
21 how that's legal.

22 Q. Are you aware of any other injuries that
23 happened to workers?

24 A. A homeowner -- after I left the company, a
25 homeowner that bought, when I was doing a ride-along with a

1 rep up in Lexington -- this was out in Frankfort, Kentucky.
2 But probably back in August, he still wasn't fully
3 installed and he was complaining about the process. And he
4 said that it was pouring the rain and he had told those
5 installers, Listen, you don't want to get up on my roof.
6 It's raining. It's wet. You are going to fall. They
7 said, Oh, no, we are going to go ahead and get it done.
8 Because that's the way those installers were told. It
9 doesn't matter if it's raining; you are going to get on that
10 roof and you're going to complete that install. Why? So
11 they could get paid. But that homeowner said that one of
12 the guys fell off the roof. And had he not been there to
13 help catch his fall and help break his fall, he would've
14 got hurt. That's one example.

15 And I only got the feedback the homeowners gave
16 me or that either leaked through the pipeline of the
17 installers just talking or a homeowner actually telling me
18 what happened.

19 Q. Do you know -- you may not know this. But
20 in order to get worker's comp insurance, I would think the
21 company would need to make certain representations to the
22 insurance company about the level of training they give
23 their employees. Do you know anything about that?

24 A. No.

25 Q. Okay. What about customers? Did they ever

1 have issues with the installs that damaged their homes?

2 A. Absolutely.

3 Q. Can you give me one or two examples?

4 A. I got feedback that they were -- everything
5 from the conduit not being run properly to leaking to being
6 told by other installers that were coming back to fix the
7 jobs that they were doing in the first place, that they
8 were doing them all wrong, and they don't know what they
9 were doing. I mean, these are installers that are talking
10 crap about other installers of the same company. So, yeah.
11 I got that occasionally.

12 Q. Did the inspectors ever raise any issues
13 about the quality of the installer's work with Solar Titan?

14 A. I'm sure they did. I wasn't privy to those
15 conversations so I don't know. I will tell you this. One
16 homeowner had reached out to me several times. (Zoom
17 distortion) -- Georgia install --

18 COURT REPORTER: I just got: Had
19 reached out to you several times.

20 THE WITNESS: What now?

21 COURT REPORTER: I got: One homeowner
22 had reached out to me several times.

23 THE WITNESS: Yes. It was a Georgia
24 installation. It was a Georgia homeowner and I had only
25 gotten -- he had gotten my information from the sales rep

1 that sold him in the first place, that that guy left the
2 company, and because this homeowner had so much
3 difficulties and problems, that sales rep gave that
4 homeowner my phone number, my personal number.

5 So this homeowner began texting me, and over the
6 course of some time, finally we got the inspector to go
7 back out there, or he was supposed to go back out there and
8 he didn't show up. So I had contacted the homeowner. The
9 homeowner said, Oh, well, it looks like -- and Solar Titan
10 had tried to get that situation fixed. Long story short,
11 the homeowner wanted me to show up when the -- I wanted to
12 be out there when the inspector was out there because I
13 wanted to see if Solar Titan was doing everything that they
14 should be doing on the installation side and on the
15 inspection side. So Sarah Kirkland did not want me there,
16 so she purposefully called that inspector and said, Hey,
17 put it out until next week. Because I was in Georgia for
18 the remainder of that week. She didn't want me meeting the
19 inspector.

20 Q. Okay. How come?

21 A. I don't know. I can guess why.

22 Q. Why do you guess --

23 A. I feel that that inspector would have
24 enlightened me on a lot of things that Solar Titan was
25 doing or not doing that they should or should not have been

1 doing. And, yes, then I would question and challenge their
2 practices and their processes.

3 Q. So --

4 A. You know the left hand should know what the
5 right hand was doing. They didn't want the left hand
6 knowing what the right hand was doing.

7 Q. Did the installers have to have any certain
8 qualifications or background before being hired?

9 A. I don't know. I wasn't a part of that
10 process.

11 Q. Do you know how they were hired and
12 recruited?

13 A. LinkedIn -- or not LinkedIn, but Indeed.

14 Q. Were there any --

15 A. No previous electrical work was, you know,
16 needed. It was helpful. Guys with roofing backgrounds was
17 helpful. But, no, no special qualifications that I know of
18 were needed.

19 Q. When did Solar Titan become aware of the
20 issues with Generac?

21 A. When they let me know about it was probably
22 about seven, eight months ago.

23 Q. Okay.

24 A. Well, seven, eight months prior to me
25 leaving. So probably January, February, March maybe.

1 Probably about February or March.

2 Q. Of this year, 2022?

3 A. Yes.

4 Q. What were some of those --

5 A. Maybe --

6 Q. -- issues?

7 A. I don't know. Basically when we first
8 started installing batteries they were installing usually
9 in the garage, but they couldn't pass inspection because
10 inspectors were saying that they were a fire hazard. So
11 then they started installing all of these batteries
12 outside. Well, if the temperature drops below 40 degrees,
13 that battery goes into standby mode and does not -- it
14 doesn't do anything. It doesn't work.

15 And so these people that are still producing in
16 the winter are not storing any power. They are not able to
17 pull back off their battery. Their battery basically goes
18 into a stagnant mode, which means people are still getting
19 really high bills, power bills in the winter because their
20 battery is not operating. But -- and I don't know that
21 Solar Titan didn't know that, but they started putting them
22 outside because that's the only way that they could pass
23 inspection. Otherwise, you had to build some kind of
24 fireproof wall or something for these batteries if they are
25 going to go inside. Again I don't know if Solar Titan was

1 trying to do the right thing or they were not trying to do
2 the right thing. I don't know what Generac had told them
3 prior to and not told them. I was not a part -- I was not
4 -- I was not a part of any of those conversations. I
5 wasn't invited in to be a part of those conversations.

6 Q. Did Solar Titan ever sell a Generac battery
7 even though they were aware the battery wouldn't work under
8 40 degrees?

9 A. Yes.

10 Q. Do you know if they told the customer about
11 that?

12 A. No, they did not.

13 COURT REPORTER: Did you say, "No, they
14 did not" or "No, I do not know"?

15 THE WITNESS: No, they did not -- they
16 did not tell them.

17 COURT REPORTER: Okay. Thank you.

18 BY MR. KEEN:

19 Q. Did Solar Titan have Generac inventory in
20 these warehouses?

21 A. Yes.

22 Q. Do you know if -- after the battery issue
23 came up, do you know if they continued to sell their
24 inventory?

25 A. Absolutely. But I was told that they were

1 fixing it. And I was told that they were crediting these
2 homeowners for the issues or the concerns that they were
3 having with the Generac batteries. Now, once it was made
4 known-known, that there was no hiding it anymore, they
5 started switching over -- or they wanted to switch over to
6 the SolarEdge battery. That was towards the end. But, no,
7 I think they knew. They knew for a while and they
8 continued to push Generac.

9 Q. Even when they wanted to switch over to the
10 SolarEdge, I imagine they still had Generac inventory,
11 though, right?

12 A. More than likely. But I didn't have access
13 to these warehouses, so I don't know what they had in
14 inventory and what they didn't. They didn't give me access
15 like that.

16 Q. What about the Generac safety shutoff
17 switch, the SnapRS, or whatever it's called? Do you know
18 about that issue?

19 A. Nope.

20 Q. You don't know about it?

21 A. I don't know the technicalities of it, no.

22 Q. Okay. That's fine. I was just -- do you
23 know -- you are aware that there is an issue with the
24 safety shutoff switch?

25 A. I knew there was issues with Generac. They

1 -- well, I knew that they claimed that they had issues with
2 Generac. Again, I parallel an employer/employee
3 relationship a lot with that of a romantic relationship or
4 a marriage. You know when you catch your spouse in a
5 little lie, it goes back and you start thinking, well, what
6 else are they lying about? But until that, you trust that
7 spouse that everything they are telling you is on the up
8 and up; everything that they are doing is on the up and up.
9 So I didn't really question anything because I didn't know
10 anything was going wrong with Generac. So I don't know
11 that Generac -- and truth be told, it's probably both
12 sides. They are probably both in the wrong. Generac
13 probably led them to believe something little bitty was
14 going on, where maybe something big was going on that
15 Generac didn't want to lose the money that was coming in
16 from Solar Titan. Because we were selling a heck of a lot
17 of Generac. We were selling a heck of a lot of business.
18 I mean, when you talk about whenever I first
19 started there they were barely maybe doing \$200,000 a month
20 to, from the time I started in March to December of 2020,
21 we did \$11 million in sales, net sales. And in the year
22 2021 we did \$47 million in net sales. So Generac was
23 getting paid. So did Generac want to necessarily tell
24 Solar Titan all of what was going on? I don't know. I
25 wasn't ever privy to those conversations and those memos.

1 I'm going to say that they are probably both at fault.

2 Q. Are you aware of any time where an install
3 began on a customer's house without the permits being
4 pulled?

5 A. Yes.

6 Q. Was that a regular thing or...

7 A. I don't know. Again, greed, power, and
8 control, but mostly greed. A veterinarian went solar on
9 his veterinarian hospital in Richmond, Kentucky. I wrote
10 that contract. I sold that contract for that veterinarian,
11 and it was a cash sale. And it was a 50 KW system. And
12 the girls in permitting and on the operations side said
13 that Craig immediately, the day after I sold it, that he
14 put -- he told them to have an install crew the day after
15 to install it without permits being pulled. Because he
16 wanted -- he wanted that sale cashed out. It was over
17 100-and-some thousand dollars.

18 Q. So even before the three-day period expired,
19 he wanted to get people out there to start the install?

20 A. Yes.

21 Q. Are you aware of any situation where permits
22 were fudged, I guess, for lack of a better word, to sort of
23 --

24 A. I would not be surprised.

25 Q. How were sales tracked? How did Solar Titan

1 keep up with them?

2 A. Through their CRM Salesforce. Before that,
3 they had MarketSharp.

4 Q. So they used -- when did they use
5 MarketSharp and then when did they start using Salesforce?

6 A. I introduced them to MarketSharp because
7 that's what the company that I was with before had used. I
8 felt, on the sales side, as a sales rep, it was pretty
9 user-friendly. So we used MarketSharp pretty much from the
10 time that I was -- I started in March, so probably the
11 April, May timeframe, to pretty much all through 2020.
12 That's what they used was MarketSharp, and then sometime in
13 2021 they switched over to Salesforce.

14 Q. These are CRM softwares, or, just for the
15 record, customer relations management software. Is that
16 right?

17 A. Yes.

18 Q. What did -- what did these softwares allow
19 Solar Titan to do?

20 A. Track the sale from, basically, the
21 marketing through to installation.

22 Q. Track each customer sale? So, like, for
23 each individual customer?

24 A. What now?

25 Q. So it could track the sale for each

1 individual customer?

2 A. Yes.

3 Q. And so did -- so let's just talk about
4 Salesforce for now. In Salesforce does it have -- is each
5 customer separated into different files?

6 A. What now? Sam, could you repeat the
7 question?

8 Q. In Salesforce is each customer -- do they
9 have their own separate file?

10 A. Yes.

11 Q. In Salesforce can you search these files by
12 name?

13 A. Yes.

14 Q. What about address?

15 A. Yes.

16 Q. So, for example, if I wanted to see every
17 single sale that happened in Tennessee, I could use
18 Salesforce to identify those?

19 A. Uh, yes.

20 Q. And then what if I wanted to pull off the
21 documents from all those files? What would I need to do?

22 A. You'd have to go into that resource or that
23 customer's name, click on it, and basically pull up files.
24 I think there probably should be uploaded pictures of
25 contracts, pictures of the install permits, things like

1 that, that they pulled.

2 Q. So you would basically have to go customer
3 by customer?

4 A. I'm sure -- yes. I'm sure there is another
5 way to do it. I am not -- when God was handing out gifts,
6 he did not give me the gift of IT or computer technology.
7 I'm sure there is a way to do it, but I just -- yeah, I did
8 it by the homeowner, by the name.

9 Q. What about MarketSharp? Did you do the
10 same? Could you search each customer file?

11 A. Yes.

12 Q. And MarketSharp had more or less the same
13 capabilities as Salesforce?

14 A. Yes, but probably not as detailed.

15 Q. What made Salesforce more detailed?

16 A. I didn't like Salesforce. I, personally,
17 thought it was a waste of money. But that was Stacy Monks'
18 idea to go to Salesforce. Oh, we can do this, this, and
19 this, and this, and this, and it can do this, this, and
20 this. And I was, like, Well, shoot, if it can do all those
21 things then we don't need a sales rep, we don't need any
22 back office management, we don't need anything. Salesforce
23 can just do it all. But it's supposed to be able to pretty
24 much track every opportunity from A to Z, but I don't know.

25 Q. What if a customer called in to complain?

1 Would that get tracked in Salesforce?

2 A. Supposedly it was. Basically every call was
3 supposed to be logged-in, every outbound call and every
4 inbound call.

5 Q. So if I went to go make a call, before I
6 made the call I would click on Salesforce, Hey, I'm making
7 a call? Would I put in notes whenever I made that call?

8 A. Yeah, uh-huh.

9 Q. And the same thing whenever I got an inbound
10 call I would put in notes?

11 A. Yes. Hey, Mr. Jones called in today on 11
12 -- 10-10-2022. He is mad that, you know, he did not
13 receive, you know, X-Y or Z yet. So I, you know, contacted
14 whatever department to see why he hadn't received X-Y or Z.
15 They said that it's on its way now, and informed the
16 customer of that. End of call. So, basically, whatever
17 happened during that call.

18 Q. Okay. Gotcha. The calls themselves, were
19 they recorded?

20 A. No. I tried to get them to pay for that.
21 They wanted to pay for stupid crap. They didn't want to
22 pay for things that really could have helped them at the
23 end of the day. Because, A, it's a good checks and
24 balances system. It keeps the homeowners honest, but it
25 also keeps your sales reps, not necessarily your sales

1 reps, but your back office personnel honest. Because I can
2 say that you said whatever that you said or I said whatever
3 I said, but if that call is not recorded, then it's your
4 word against my word.

5 Q. If a customer called in to, you know, raise
6 an issue, would that -- would the person handling that
7 phone call, would they use Salesforce to create maybe a
8 ticket or something like a --

9 A. Supposedly.

10 Q. Okay.

11 A. Not necessarily -- yes. So you could tag
12 somebody. It's kind of like social media. You could tag
13 -- like, if you were working in permitting or you were
14 working in a specific department that needed to resolve
15 that issue with that customer, I could tag you in the
16 notes. So @samkeen please handle Mrs. Jones' rebate. It's
17 taking longer than normal to process her out. She needs X
18 number of dollars mailed to her ASAP. Please let me know
19 once you have done this.

20 Then, when I opened up -- when you open up
21 Salesforce, you can see everything you have been tagged in,
22 Sam, to do whatever, you know, you need to do.

23 Q. Okay. So it creates --

24 A. As far as formal tickets, no. They might
25 have that now. They did not have that when I was there.

1 There was some kind of process, and that was just tagging
2 someone. You know how many tags I was tagged in on and how
3 often I was actually able to log into Salesforce to
4 actually look at that crap? Yeah.

5 Q. So are you --

6 A. It was the most popular, but the least
7 popular at the same time.

8 Q. So if you get tagged on an issue and then
9 you resolve it, is there a way to untag yourself, for lack
10 of a better phrase?

11 A. No. What you can do -- so what I would do
12 in that case is I would say, Hey, you know -- I would tag
13 the people that originally tagged me. It's ridiculous.
14 But I would say: Okay @soandsodaleroden, @stacymonks, I
15 talked to this customer regarding the issues that you told
16 me they had. This is how we resolved it.

17 Q. Okay. All of that automatically got saved
18 to the customer file?

19 A. Yes. Now, it was supposed to. But,
20 however, these conversations (Zoom distortion) --

21 COURT REPORTER: She's breaking up.

22 MR. KEEN: Hold on. Hold on. You went
23 out for a long time there. Let's go back.

24 COURT REPORTER: I got, "however, these
25 conversations..."

1 BY MR. KEEN:

2 Q. Yes.

3 A. Somehow, in the notes, these people,
4 including myself, were making notes in these customer files
5 that were somehow disappearing. So, again, that was with
6 Salesforce, that you are a million dollars deep into this
7 software, and it can't retain these notes on these
8 customers that have spent thousands of dollars? That's
9 what I would be pissed off about. I'd be calling
10 Salesforce up and I'd be saying, "Listen, people, you're at
11 a -- why are all the notes that we're creating and making,
12 you know, disappearing?" Then, if they said, "Well, no,
13 they are not" then it's -- if it wasn't one thing it was
14 another. But supposedly the notes were getting lost and
15 they weren't saving to the customer files. I don't know.
16 I just -- that was -- so most of the time if I had
17 something super hardcore urgency that needed to be done for
18 a customer, I would email or I would call or I would text
19 the specific person in that department that needed to do
20 it.

21 Q. Gotcha.

22 A. That way people couldn't say, "Well, I
23 didn't see it in the notes so I couldn't do it."

24 Q. Every time even, like, a prospective
25 customer called and said, Hey, I saw your ad on Facebook,

1 would a file for that prospective customer get made in
2 Salesforce?

3 A. Yes.

4 Q. Okay.

5 A. Yes.

6 Q. So even if that customer talked and said,
7 "Well, you know what? You know, not for me, no thanks"
8 they would still have a file?

9 A. Yep.

10 Q. And it would be --

11 A. They would have a file. Yep. It would be a
12 demo, no sale. That's the way it would be coded. So,
13 basically, we went out, we did a presentation for you, you
14 said thanks, but no thanks. See you later.

15 Q. Is there a way to search in Salesforce,
16 like, this was a demo, no sale; this was a sale; that sort
17 of thing?

18 A. (Witness nods head up and down.) That's why
19 if you can get me a hard drive, a big one, I can have my
20 friend basically copy my hard -- my external hard drive
21 that I had downloaded. The reason I had that downloaded
22 for me was to cover me after I left. Because if they are
23 willing to lie on each other and they are willing to lie on
24 everybody -- Craig Kelley would roll his own mother under
25 the buss if it meant he got to save some money or make some

1 money.

2 Q. Just a quick follow-up --

3 A. So --

4 Q. You mentioned Craig's mother. I'm reminded
5 you mentioned Michael Atnip's nephew, or, I guess, Craig
6 and Michael's nephew. His name was -- is it Justin or
7 Jonathan?

8 A. Yes, Justin.

9 Q. What was his role in the company?

10 A. He was just a -- he was a sales rep.

11 Q. Okay. But it sounds like they were doing
12 him just as dirty as they were doing other sales reps?

13 A. They weren't doing him dirty, but he saw how
14 they were doing everybody else: Not paying them, not doing
15 these installs right. Because these sales reps, they would
16 talk to each other. Because if I am working for this
17 company and I'm brand new and I see that, hey, the math
18 ain't mathing, I'm going to call you on the down low and
19 say, "Hey, listen, how long have you been here, Sam? Have
20 you had problems with pay? Have you had problems with
21 commission? It sounds like they are not doing what they
22 should be doing. What's going on?" And then, you know,
23 you are going to tell me. Most people -- these sales reps
24 are going to talk amongst themselves.

25 Q. Yeah. Speaking of the math not mathing, who

1 did Solar Titan use to audit their financials?

2 A. Stacy, from what I understand.

3 Q. Stacy Monks?

4 A. Uh-huh.

5 Q. Is she like a CPA or something?

6 A. Nope.

7 Q. But they -- so Solar Titan didn't use, like,
8 a third --

9 A. They might have. I don't know.

10 Q. Did anyone ever say to you, "Hey, we are
11 being audited next month. Let's make sure everything is in
12 order"?

13 A. No.

14 MR. KEEN: All right. Alicia, did you
15 have any questions about any of that stuff?

16 MS. DANIELS-HILL: So was there any
17 person that was regularly tagged in Salesforce if a
18 customer was calling to complain?

19 THE WITNESS: I was tagged a lot. Dale
20 was tagged a lot. John Carroll was tagged a lot. If it
21 escalated, Sarah Kirkland was tagged, but mostly it was
22 myself, Dale Roden, and John Carroll.

23 Q. And you can pull up everything that someone
24 has been tagged for? You can just look at the tags --

25 A. You should be able to, yes.

1 MS. DANIELS-HILL: That was my only
2 follow-up question, Sam. Thank you.

3 BY MR. KEEN:

4 Q. You mentioned earlier that Craig said
5 something along the lines of: This is my company. I'm
6 going to run it however I want to?

7 A. Yes.

8 Q. Was that his general management approach to
9 everything: His way or the highway?

10 A. Yep.

11 Q. Why do you think he was so reluctant to
12 listen to, you know, the people that worked for him?

13 A. He would listen sometimes. It just would
14 depend. But at the end of the day, ultimately it was
15 whatever he and Sarah wanted to do. So they pretended to
16 be a democracy, but really they were communists. They
17 were...

18 Q. Dictators?

19 A. Yep.

20 Q. Now, whenever Michael was more involved in
21 doing payroll, it sounds like things were generally pretty
22 okay. Is that a fair representation?

23 A. Yes.

24 Q. When did you notice things -- like what were
25 some of the initial red flags that were like, Oh, hey,

1 something has gone...

2 A. Well, the payroll last year, whenever I kept
3 getting the constant feedback that, Our reps aren't making
4 anything, Shawna. This was coming from my sales managers
5 out in the field. My reps aren't making anything. My
6 sales rep sold X number of hundreds of thousands of dollars
7 last month. He's not gotten paid anything, blah, blah,
8 blah, blah, blah. That's whenever I realized that the
9 commission had gone down to like 2 percent. So that's
10 whenever I raised immortal hell about that, and we got that
11 changed back to the 5 percent. And then everything seemed
12 to be okay after that. Then it was just nose to the
13 grindstone, sell, sell, sell, sell, sell.

14 Then probably this year when I started hearing
15 things was probably about the end of January, the beginning
16 of February about how people were not getting paid. Then
17 when I would talk to Craig about it, Craig said, Listen,
18 you've got other things to worry about. They don't need to
19 be bothering you with that. They just need to email
20 payroll.

21 So, then, I instructed my sales reps and my
22 managers to just email payroll. Then, after a month or so,
23 they would come back to me saying, Payroll is not answering
24 me. Payroll is not answering me. So then I started
25 saying, Hey, cc me in on these emails. So I would get cc'd

1 on the email and then I wouldn't hear anything. I just
2 figured that payroll resolved whatever issue that they had.

3 But then when I started getting cc'd on continuous emails
4 about the same commissions, then I started wondering what
5 the heck was going on. That was about February, March
6 timeframe, March, April, and then, yeah... I addressed it.
7 Payroll said that they would go back and do an audit.

8 I was reprimanded very heavily that I made a
9 video that went out to all of my sales team to let them
10 know if payroll did owe them anything -- if the company did
11 owe them anything, all the monies owed would be paid. And
12 then that's whenever they were supposed to pay people what
13 they were owed. Then they didn't want to pay people what
14 they were owed because the new comp plans, they weren't
15 going to be paid until that ridiculous timeframe. So I
16 emailed -- I did not email. I texted Sarah and Craig
17 basically my recommendation, which was to pay everybody
18 totally up to date what they were owed. I said, Will you
19 lose some money? Yeah, you will probably lose some money.
20 But at the end of the day you are going to save all of
21 these sales reps from leaving. You are going to save them
22 from just not selling on purpose because now they are mad
23 and they are bitter because you are not paying them.

24 So then that's when they changed it to the 25
25 percent up front and the 75 percent after. You know, 25

1 percent on the front end, so after it went out of
2 rescission, and then 75 percent after glass was on the
3 roof, two to three weeks. But these sales reps, according
4 to the people that I still know are working there, are
5 still having problems getting paid.

6 Q. Was turnover an issue, you know, in that
7 last year, year and-a-half?

8 A. When they weren't paying crap, yes, turnover
9 was an issue last year. But, I mean, that's a loaded
10 question when it comes to sales because, Sam, anytime with
11 sales, yeah, it's going to be a high turnover. You are
12 going to have people that, oh, they want to make all this
13 money, and then when it comes down to it, sales isn't for
14 them. They don't, you know, have a reason. That's not
15 necessarily Solar Titan's fault.

16 Being a sales rep and going into strangers' homes
17 and talking and stuff like that, that's not right for
18 everybody. There's going to be some people that just you
19 know -- it's a numbers game. They are not going to like
20 it. It's not going to be for them. Some people don't like
21 living off commission, you know. It's not reliable enough.
22 It's not consistent enough. It's not safe enough for some
23 people.

24 Q. Do you remember when you saw the first news
25 story about Solar Titan?

1 A. Yes.

2 Q. When was that?

3 A. That was about the March, April timeframe, I

4 believe.

5 Q. So just like a month or two before you

6 finally said: I've had enough; I'm going to quit?

7 A. Yes.

8 Q. Now, I have a copy of your resignation

9 email, but I'm going to share it on the screen here. And

10 just, you know, we don't have to go over all of it, but you

11 can see this here; right? Can you see that?

12 A. Uh-huh.

13 Q. You know, I don't think we need to read all

14 of it. I think you have confirmed with me before that this

15 is, in fact, your resignation email. You talk about how

16 the sales comp plan would mysteriously change?

17 A. Uh-huh.

18 Q. You talk about customers cancelling their

19 contract within three days, but those cancellations not

20 being processed and how --

21 A. Yep.

22 Q. -- Craig and Sarah ordered them only to do

23 four, right, was it in a week or a month? Remind me again.

24 A. A week.

25 Q. Okay. You talked about the installer in

1 Macon who electrocuted herself?

2 A. Uh-huh.

3 Q. Which is horrible. Then, of course, you
4 talk about becoming aware of the investigation by the
5 Attorney General's offices. So, basically, it sounds like
6 there was a lot going on. And I'll stop sharing this.
7 (Referring to screen-sharing.) But was there any one thing
8 in particular that made you just say, Hey, look, enough is
9 enough. I need to get out of here?

10 A. It was -- it was a combination of
11 everything, you know. It was not getting better. It was
12 getting worse. And the fact that they didn't care who they
13 had to step on. They didn't care who they had to bulldoze
14 over. They didn't care who they had to lie on, cheat on,
15 or cheat in order to save their ass.

16 But I was in Huntsville and I had talked to --
17 that was when I had talked to their nephew. And I think,
18 specifically, it's Michael's nephew, Michael Atnip's
19 nephew, and knowing that my sales reps were still not
20 getting paid, Craig and Sarah still demanded that my
21 management teams do these 10, 12 ride-alongs with these
22 reps every single week, but yet failed to give them any
23 type of gas card, failed to reimburse them for any gas they
24 were doing. I was down there in my Jeep Rubicon and not my
25 company car, which was a Tesla, because Huntsville had one

1 supercharger, one. And the average commute to one of these
2 sales presentations was an hour and-a-half one way, rural
3 Alabama. So I couldn't even trust that the Tesla would
4 have enough battery to get to and from these presentations,
5 these ride-alongs that I was instructed to do. Because I'm
6 not ever going to ask my -- my sales reps or my managers to
7 do anything that I haven't done a thousand times or
8 anything that I wouldn't be willing and able to do with
9 them.

10 So I took my daughter's Jeep down there. And
11 when I had just gotten an email from Stacy and everybody
12 had gotten an e-mail that the company credit cards could no
13 longer be used for anything without pre-approval. So if
14 you bought anything on your company credit card, whether
15 that's gas, a hotel stay, whatever, you had to pay for it
16 out of your own pocket, and, then, basically, ask to be
17 reimbursed.

18 First of all, I never abused my company credit
19 card. I only used it for the gas that I was using for
20 work. I was only using it for the hotel stays for my
21 managers and my reps that we were putting -- that we were
22 asking to go out of town for, for the company purposes. I
23 would only use it for spiffs that I had already gotten
24 approved. So I wasn't out buying myself stuff and going on
25 vacations and doing that sort of thing on their money. I

1 would never do that. I'm not that -- I'm not wired that
2 way. I'm not built that way.

3 So I asked him, I said, Craig, I need to use the
4 company card for gas. I'm going on this appointment. It's
5 an hour and-a-half away. Why aren't you in the Tesla? I
6 explained to him why I was not in the Tesla. He said,
7 Well, I'm not in charge of that. Sarah is in charge of
8 that. You will have to find out from them on whether or
9 not you can use it. I thought this was your company and
10 nothing happens with or without your say, right, or without
11 your say? He said, My job is to sit -- basically babysit
12 you and John Carroll till this company gets above 20
13 percent closing, and then you will be happy every Friday;
14 implying that I would be happy every payday. I said, So
15 what you are telling me, then, is I can't use the company
16 credit card to put gas in a vehicle of which you want me to
17 drive an hour and-a-half away to help a brand new sales rep
18 get a sale -- get a sale for you, for your company? You
19 don't want me to use the company credit card for that? He
20 said, No, you have to get permission. I said, Okay.

21 So it was piss-pouring the rain; I flipped a
22 U-turn, because I was on my way to go to this presentation
23 an hour and-a-half away with this brand new sales rep. I
24 filled up my gas tank with my card. I went back to the
25 hotel room, and that's when I made -- basically, yeah, he

1 doesn't care about anything other than his money. He could
2 have overridden that decision. Yeah. Because he told me,

3 Do whatever you've gotta do to get these numbers up. But,
4 no, you can't use the company card to put gas in a car that
5 you are going and -- you are running all over God's
6 creation to make my company and me money. You're away from
7 your kids all week.

8 Q. So, at the same time they are doing this
9 penny-pinching, it sounds like they were also doing some
10 pretty big spending on their own?

11 A. Absolutely. That's why they were not paying
12 these sales reps. That's why they are not doing the things
13 they should be doing. But that's not necessarily the str
14 that broke the camel's back, but that in combination with
15 every single thing else that they were doing. And, oh, by
16 the way, that evening I get a phone call from one of my
17 managers because he had had a \$100,000 sale from about
18 4 1/2, 5 months prior that, basically, he got screwed out
19 of his commission.

20 I just got tired of it. Then, the next morning,
21 I get that email from -- I get cc'd in on that email from
22 my sales rep that said, Please don't tell me this is true.
23 I'm only getting \$58 in my account. My little girl's fifth
24 birthday -- yeah, I was done. I was done.

25 Q. Yeah, I especially imagine the \$58 for the

1 sales rep --

2 A. Broke my heart.

3 Q. Yeah. And the contrast between the
4 lifestyle that they were living?

5 A. Yeah. I don't have a problem with whatever
6 you want to buy, as long as you are fulfilling the
7 commitment to the people that I had looked at in the
8 eyeballs and said, Hey, we are a good company. We are on
9 the up and up. We are going to pay you what we tell you we
10 are going to pay you, and we are going to pay you when we
11 tell you we are going to pay you. And, oh, yeah, by the
12 way, we are going to do these customers right. We install
13 these great systems and we are going to help them out.
14 That's what I have a problem with, is when you can't meet
15 the obligations to your current customers and your
16 employees, but yet you can do everything else for you and
17 your family that you want to do. I have a real issue with
18 that.

19 Q. You mentioned that they purchased a four
20 million dollar house in Knoxville. Did you ever go to this
21 house?

22 A. No. I was never invited to that house. No.
23 That was probably Jason that told you about that, not me.

24 Q. Okay.

25 A. So when I first started, they had -- they

1 had bought the house on -- oh, shoot; I can't remember the
2 name of it. But, anyways, it was a split-level home. It
3 was a nice house. It wasn't anything extravagant. It
4 definitely was not a one million dollar home. It wasn't
5 even a five hundred thousand dollar home. I was invited to
6 their first upgrade after that, which was off of Limerick
7 Lane. And that was about a nine hundred and some thousand
8 dollar home. So it was almost -- basically a million
9 dollar home. But, no, they bought another house after
10 that, that I was never invited to.

11 Q. But you know --

12 A. That was probably the --

13 Q. I'm sorry? Say that again.

14 A. I said that probably was the four million
15 dollar home.

16 Q. You also mentioned that they had purchased
17 some yachts?

18 A. Yes.

19 Q. Do you know anything more about that, other
20 than they purchased them? You know, like the types --

21 A. No. I was invited to go out with them on
22 the first yacht that they bought. I was not invited again
23 after that. I think Jason was invited, I guess, to them
24 buying their second yacht. Then they bought a home in
25 Destin as well. So, but, yeah, as far as from what Craig

1 said to me, they were buying yachts and then they decided
2 to open up, basically, a daily rental, you know, deep sea
3 fishing, that sort of thing. Because you can -- you can
4 rent those. You can rent the boat for the day or whatever.
5 He tried to tell me that he was going to do a contest for
6 these sales reps that whatever team won, they could go out
7 on his yacht for three or four days. But, yet the yacht
8 was only at capacity for six people, but, yet my average
9 team was eight people deep plus a spouse. So you couldn't
10 even come follow through on your stinking promise for that.
11 But I said, you know what? I'm not comfortable in rolling
12 out this wonderful spiff whenever these people are owed
13 thousands of dollars. It's not going to sit well with them
14 that, oh, the company is not going to pay you what they owe
15 you, but if you win -- so if you sell, sell, sell some
16 more, they are going to let you go out on one of their
17 yachts for two or three days. Me, as a sales rep, would
18 be, like, screw that yacht. I want my money.

19 Q. That seems like a slap in the face?

20 A. Yeah, it was.

21 Q. What about planes?

22 A. Yeah, they had a private jet.

23 Q. It's like an actual jet, not, like, a
24 propeller plain?

25 A. I was told it was a jet.

1 Q. Okay. Have you seen it?

2 A. I was told, basically, in the beginning that
3 even though I wasn't allowed to travel, he said, Well, you
4 know I -- you know we love you like family, you and your
5 girls, so anytime the girls want to go down with Jaden
6 (phonetic) and spend time on the boats, the yachts, they
7 can you know -- they can use the jet. They will fly them
8 down there.

9 Q. Who is Jaden?

10 A. My kids -- their son.

11 Q. Oh, okay.

12 A. But my kids wouldn't want to leave and go
13 somewhere without me. So, no, I have never been on the
14 jet.

15 Q. So Richard --

16 A. And that's okay.

17 Q. Richard and Craig have a son together. How
18 old is Jaden?

19 A. Sixteen or seventeen now.

20 Q. Oh, okay. Okay. So did they do, what is
21 it, surrogacy? Is that what it's called?

22 A. Yes.

23 Q. You mentioned that there are some company
24 cars, some Teslas. Can you tell me a little bit about
25 that? How many? What type?

1 A. I've lost count. So Sarah has a Model S.
2 Craig had -- or Craig has a Model S. And then Michael had
3 a Model X. And then they decided to leave one Model X down
4 at the house down in Destin. Whoever was using the house
5 down in Destin, they could have a Tesla to use. And then I
6 had a Model S that they were letting me use. Then they
7 bought me a Model Y to use and they gave the Model S that I
8 was using to Dale Roden. Then they were basically giving
9 their -- I think they bought their son a Model 3. Then the
10 son didn't like that, so I think he wanted a regular car.
11 He just wanted to be a regular kid. But they were giving
12 Model S's and Model X's to their family. Basically they
13 wanted to let their family know they finally made it. They
14 were buying them homes in Knoxville. They were moving
15 everybody to Knoxville. They were buying property down in
16 Alabama. They wanted everybody, I guess, all their family
17 -- they were more or less, Hey, we finally made it. Here,
18 we are going to rub it in your face to their family.

19 Q. Were they purchasing these Teslas out of
20 their own pocket or are they purchasing them as a business
21 expense?

22 A. I would say that they were writing it all
23 off as a business expense, but I don't know.

24 Q. Are you aware of any other major purchases
25 that we should know about that either Sarah, Craig,

1 Michael, or the company --

2 A. I mean, Sarah bought -- Sarah bought a --
3 she bought a million dollar home on the lake, too.

4 Q. In Knoxville?

5 A. Yeah. That's when that whole shenanigans,
6 you know, took place when they said that they were going to
7 buy me a house, and then it turns out I had to buy Sarah's
8 house and then they were going to buy it at a certain
9 amount and then they were going to sell it to me at a
10 certain amount more and then -- yeah. Then when I said, No
11 thank you, on that, they got -- he got real mad at me.
12 Because I didn't feel \$3,400 a month in rent was fair, and
13 they were overpricing her home in the first place.

14 This is what I think happened. I think initially
15 when he offered, Hey, listen, I know you are going through
16 a divorce and you can't buy a house on your own right now.
17 So what we are going to do is we are going to buy you a
18 house, and then once your divorce is final, you can buy it
19 from us. But it will be, basically, a land contract or a
20 lease-to-own or something until you can put it in your
21 name. Oh, great, your budget is \$600,000. Oh, okay.

22 So I started looking at houses. And he said, The
23 only stipulation is you gotta wait till -- I guess he had a
24 brother that was going through real estate school so he
25 wanted to make sure that he had his real estate license.

1 He wanted him to get the commission. That's fine.

2 So me and my oldest daughter were looking at
3 houses on realtor.com, and I would send Craig a few of
4 those listings. He's, like, Oh, yeah, that's nice. Then
5 he comes in one day and he goes: Well, this is what we are
6 going to do about the house. Sarah's house is for sale.
7 So we are going to buy Sarah's house at \$599,000 and then
8 you're going to turn around and buy it from us for
9 \$630,000. And you're going to pay \$3,400 a month in rent.
10 And I said, Uh, okay. Does any of that money go towards
11 the principal balance of the house or my down payment? No.
12 It's just rent. Hmm, well, I'm going to have to think
13 about that. Oh, it's such a great buy. It's such a
14 beautiful house. It's, you know, blah, blah, blah, blah,
15 blah, blah, blah, blah. No matter whether you buy it or
16 not, me and Michael are going to buy it. It's a great
17 investment.

18 So my daughter and I went out to go look at the
19 house. It wasn't worth \$600,000, not when I was going to
20 have to totally update the entire interior of the home from
21 the ceilings to the floors. It wasn't a bad home. It just
22 wasn't worth \$630,000. It wasn't even worth 599. So what
23 I think happened is when she wasn't getting what she wanted
24 out of it on the market, he saw "a sucker" tattooed across
25 my forehead.

1 But all that is shiny is not gold, ladies and
2 gentlemen. So I told him, I appreciate the offer, Craig,
3 but, you know, I'm not going to do it. We weren't even
4 going to buy that house. This is how you repay me? I
5 mean, it was just ridiculous. But, yeah, I may have been
6 born at night, but it wasn't last night. So just -- so,
7 yeah.

8 MR. KEEN: Alicia, did you have any
9 follow-up on any of that stuff?

10 MS. DANIELS-HILL: How long did you
11 know Craig before coming to Solar Titan?

12 THE WITNESS: I met Craig probably in
13 2015.

14 MS. DANIELS-HILL: When you met him,
15 would he have been able to afford the houses, the yacht,
16 the plane, anything like that?

17 THE WITNESS: Hell no. No.

18 MS. DANIELS-HILL: What about Richard?
19 Would he have been able to afford all that?

20 THE WITNESS: No. This was while he
21 was -- this was fresh after, I believe, his conviction. So
22 they lost everything. That's what he told me anyways, and,
23 not initially upon us meeting, but later.

24 MS. DANIELS-HILL: That was my only
25 follow-up.

1 BY MR. KEEN:

2 Q. Whenever you were there, was Solar Titan on
3 the TVA Green Connect Program?

4 A. I'm not for sure.

5 Q. Okay. Are you familiar with that?

6 A. The GCP? Not really, no.

7 Q. Did anybody ever talk about getting kicked
8 off that program?

9 A. I do know that at one point in time we were
10 on the preferred solar installers. We were on the TVA
11 website. That's how we got -- I actually got a call one
12 day randomly when I was in the office -- this was back in
13 2021 -- and, Hey, me and my wife, you know, we've moved
14 here recently. We saw, you know, Solar Titan on the TVA
15 website. We'd like you to come out and give us a quote.
16 So I did and they went solar. Then, obviously, they were
17 not on the website anymore. So I didn't realize we were
18 kicked off of it. I just -- yeah. Of course, they are not
19 going to tell me that.

20 Q. Do you have any concerns about -- let me ask
21 you this. Have they made any major sales? Have they sold
22 anything that they have bought with their money? Do you
23 know if they sold a boat or any real estate or anything
24 like that recently?

25 A. I don't know. Rumor has it that they had to

1 go sell their boats and something else down in Florida to
2 be able to make payroll. But I don't know. I don't know

3 that to be true, because that was after I left. I
4 call-blocked them. I didn't want to ever talk to them
5 again. Oh, I'm sure he's tried to call me and --

6 Q. Craig Kelley?

7 A. Oh, I'm sure, yes. To cuss me out or
8 whatever. When I left, I didn't just burn that bridge, I
9 poured kerosene over that bridge and I lit a match. I
10 didn't want to ever talk to them again.

11 Q. I know you talked about this a little bit,
12 but did Craig, whenever you first met him in 2015, did he
13 explain that he was on probation? Did you know that he --

14 A. No, I did not.

15 Q. Okay.

16 A. So, yeah, that didn't take place until I had
17 known him for a while.

18 Q. When did you find out about that?

19 A. I would say a year later.

20 Q. Okay.

21 A. He kind of opened up a little bit to me, but
22 not really. And it was none of my business at that point
23 in time. He made himself out to be the victim, as he is
24 making himself out to be the victim now. It's all
25 Generac's fault. When I left, it was all my fault. He was

1 telling people that I single-handedly destroyed their
2 company. He was having John Carroll tell everybody that.
3 John Carroll was telling everybody I was making millions of
4 dollars a year. He had to get that information somewhere.
5 He got it from them. But, yeah, I can pull my W-2. I've
6 never made close to a million dollars a year, let alone two
7 million a year.

8 Q. If we ask for their payroll records, do you
9 think that that's what they would tell us? We haven't
10 asked for their payroll records yet, but I just wonder, do
11 you think that they would fudge the numbers a little bit or
12 --

13 A. I was told that -- and everything that -- I
14 don't know, as far as what Jason Horton says, but Jason
15 says that they have three different spreadsheets of numbers
16 of payroll and end-of-year profits that, you know,
17 everybody got. And he said my name was on there and that I
18 had, on their records on their spreadsheets, that I had
19 made millions. I was, like, Well, I never did. So I'm
20 wondering if they've opened up an account in my name
21 somewhere and they funneled money in my name. I don't
22 know. I don't know what they have done. I don't know what
23 they haven't done. I wouldn't be surprised if you don't
24 get different numbers than what they have really paid
25 people, myself included. I'm pretty sure the -- (Zoom

1 distortion) I didn't get any of my PTO. I didn't get my
2 vacation time paid out, nothing, when I left.

3 Q. But you have concerns about whether or not
4 they would be forthcoming about their financial state?

5 A. Absolutely. They are not going to be. They
6 have not been forthcoming with anything else. Why would
7 they start now?

8 Q. Have they made any changes to the office,
9 like, physical changes to the Whirlpool office location?

10 A. Yes.

11 Q. Can you tell me a little bit about that?

12 A. Well, I know that there's a -- there's key
13 codes. There's, basically, combination locks on every door
14 to get to them. I, personally, have my own theory. My
15 theory is they've pissed off so many people, they are
16 afraid somebody is going to come in there and shoot up the
17 place. It's either that and they are afraid for their
18 lives -- they've had so many death threats -- or they've
19 got so much to hide that they don't want anybody being able
20 to access them.

21 Q. Have they hired security guards?

22 A. Yes. They told me in the beginning that was
23 for insurance purposes. Bullshit. Bullshit.

24 Q. Yeah. Seems a little bit dramatic if you
25 are you know --

1 A. Yes.

2 Q. -- a home improvement solar power company to
3 hire security guards.

4 A. Why would you need armed guards? Why would
5 you need armed guards?

6 Q. Do you still talk to anybody at all from
7 Solar Titan?

8 A. I -- no, not on their (Zoom distortion) --

9 Q. Definitely not, like, Sarah Kirkland or
10 Craig Kelley?

11 A. No. I call-blocked them.

12 Q. Okay.

13 A. So even if they tried to call or text me,
14 no. I don't have anything to say to them.

15 Q. If a customer -- you know, obviously there
16 is probably hundreds of customers still out there that
17 don't have a fully operational system. What would you
18 recommend to a customer if they were out there and they
19 needed, basically, to get across that finish line? How do
20 you think that they could do that?

21 A. So the few customers that have been in
22 contact with me, I have contacted Dale Roden via text
23 message, and I have basically created a text message thread
24 with that customer and Dale Roden and said, This is your
25 contact. This is who you need to get your system completed

1 and done.

2 Q. That reminds me, you were going to email me
3 some text messages. I think you said you have text
4 messages between you and Craig where he talks about that --
5 what his role is in the company. Is that correct?

6 A. Yes.

7 Q. All right.

8 A. I've got those. Yes, I can email those to
9 you.

10 Q. Okay. Yeah, we don't need to go over them
11 right now. But if you just email me those, and then if I
12 have any questions about them, I'll give you a call. Is it
13 602? Is that the best number to reach you at or is it 606?

14 A. 606-312-6075.

15 Q. Okay. All right. And then on the CRM, on
16 the Salesforce stuff -- is it just Salesforce or is it
17 MarketSharp as well?

18 A. On what?

19 Q. You said you have their CRM?

20 A. No, I don't have MarketSharp.

21 Q. Just Salesforce?

22 A. Yes.

23 Q. Okay. All right. I will talk with my boss
24 about maybe we can mail you -- would that work if we mailed
25 you a hard drive?

1 A. Yes.

2 Q. Okay. All right. We will work out the
3 logistics of that.

4 MR. KEEN: Alicia, any questions on
5 your end?

6 MS. DANIELS-HILL: Sorry. Trying to
7 find my mute button. No. I just wanted to thank you,
8 Shawna, for taking the time. We did not expect it to go
9 all day, so I apologize it has gone so long, but we
10 definitely appreciate you taking the time to talk to us.

11 MR. KEEN: Yes. Is there anything that
12 we didn't go over that you think we should go over before
13 we break?

14 THE WITNESS: No, I don't think so. I
15 think that's about it.

16 MR. KEEN: Well, again, you know, just
17 to reiterate -- Alicia -- we do appreciate you talking with
18 us today. We will be in touch in terms of scheduling to
19 try to figure out the logistics for the CRM stuff and
20 getting those text messages. If there is anything -- if
21 you have any questions or anything, obviously, feel free to
22 reach out to us anytime. But if -- Helen, is there
23 anything you need from us? I guess let's just go off the
24 record.

25 COURT REPORTER: Okay. The time I have

1 is 4:03. We are off the record.

2 END OF THE SWORN STATEMENT.

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REPORTER'S CERTIFICATE

STATE OF TENNESSEE)
COUNTY OF WILSON)

I, HELEN K. STEPHENS, Licensed, Registered Professional Reporter for the State of Tennessee, hereby certify that I reported the foregoing sworn statement of SHAWNA HELTON, via Zoom, by machine shorthand to the best of my skills and abilities, and thereafter reduced the same to typewritten form.

I further certify that I am not related to any of the parties named herein, nor to their counsel, and have no interest, financial or otherwise, in the outcome of these proceedings.

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Dated: October 31, 2022

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